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REPORT of the EXECUTIVE VICE PRESIDENT



June 10, 2022

Dear Friends,

The '21 State Fair was a miracle. We weren't sure there would even be a fair until mid-May. That left us just a sliver of the time it normally takes to make all the necessary commitments and finish myriad preparations. As the fair approached, we were faced with significant staff shortages, across-the-board supply chain issues, heightened security concerns, incomprehensibly negative press and a resurgent pandemic that popped back up just weeks before the fair. Against this backdrop, tens of thousands of staff, vendors, educators, agriculturalists, suppliers, entertainers, donors and volunteers stepped up with heroic effort. Together, we welcomed an astounding 1.3 million people to the 2021 Great Minnesota Get-Back-Together. It really was a miracle.



As the '21 State Fair came to a close, it was the best-attended event in the world since the start of the pandemic. Perhaps the greatest lesson the pandemic taught us is that human beings have a fundamental need to be together. Being torn apart has shown us with crystal clarity how powerful that need is. We're hard-wired to join with others and share positive, uplifting experiences, and nothing does that like the fair. Even today, I am approached by strangers who thank us for presenting last year's Great Minnesota Get-Together. After 18 months of virus hell, it was exactly what we all needed.



Beyond the State Fair's priceless celebration of our humanity, the fair provides huge educational and economic benefits unequaled by any other event or institution. Included is annual Super Bowl-sized economic impact of \$300 million in the Twin Cities alone, plus more unmeasured economic impact throughout the state. The State Fair is also Minnesota's greatest global billboard, regularly attracting visitors from all 50 states, plus more than 30 nations around the world. And the State Fair does it all, including care and upkeep of our historic 322-acre fairgrounds, with zero government funding.

It's my great honor and privilege to serve the Great Minnesota Get-Together, and I couldn't possibly be more proud of our dedicated team of All-Star staff, our board of managers and our tens of thousands of partners who bring the fair to life each year. God bless, and I'll see you at the fair.

Jerry Hammer

Executive Vice President & General Manager



OUR MISSION

To educate and involve our guests by providing a world-class showcase that is innovative, entertaining and fun. We strive to:

- Showcase Minnesota's finest agriculture, art and industry
- Present an unparalleled forum for knowledge and ideas
- Provide outstanding customer service
- Offer exceptional value
- Provide a safe, clean environment that is accessible to all
- Create unique experiences



STATE FAIR BOARD of MANAGERS

The State Fair is governed by the Minnesota State Agricultural Society, which is charged exclusively with governance of the State Fair. Society delegates represent all 87 county fairs in Minnesota, along with representatives of 44 statewide groups representing agriculture, education and industry. At its annual meeting each January, this group of delegates elects a 10-member board of managers to set policy and provide oversight for the fair. Nine members represent the Agricultural Society's nine regional districts and the 10th member (the president) serves at large. Pictured left to right: Jeff Hawkins, Gail Johnson, Ray Erspamer, Joseph Fox, Ron Oleheiser, Sara Donaldson, Joe Scapanski, Danny Grunhovd, Gordy Toenges and Wally Wichmann.

Jeff Hawkins

Inver Grove Heights, Minn.
2nd District Manager

Gail Johnson

Anoka, Minn.
3rd District Manager

Ray Erspamer

Hibbing, Minn.
8th District Manager

Joseph Fox

Maplewood, Minn.
4th District Vice President

Ron Oleheiser

Grand Rapids, Minn.
President

Sara Donaldson

Minneapolis, Minn.
5th District Vice President

Joe Scapanski

Sauk Rapids, Minn.
6th District Manager

Danny Grunhovd

Gary, Minn.
9th District Manager

Gordy Toenges

Alden, Minn.
1st District Manager

Wally Wichmann

Balaton, Minn.
7th District Manager



2021 ADMISSION

PRE-FAIR ADMISSION

- All ages \$13

REGULAR ADMISSION

- Adults (13-64) \$16
- Seniors (65+) \$14
- Kids (5-12) \$14
- Children (4 & under) FREE

OPENING DAY

AUG. 26

- Adults (13-64) \$14
- Seniors (65+) \$11
- Kids (5-12) \$11
- Children (4 & under) FREE

SENIORS DAYS

AUG. 30 & SEPT. 2

- Seniors (65+) \$11

KIDS DAYS

SEPT. 1 & 6

- Kids (5-12) \$11
- Children (4 & under) FREE

MILITARY APPRECIATION DAY

AUG. 31

Active military, retired military and veterans received an admission discount when they purchased a ticket at the gate and presented valid documentation of military service \$11

BLUE RIBBON BARGAIN BOOK

- \$5

MIGHTY MIDWAY & KIDWAY

- Pre-fair 20-ticket sheet \$15
- Fair-time
 - 60-ticket sheet \$50
 - 28-ticket sheet \$25
 - Single ticket \$1

PARKING

- \$16



TOTAL ATTENDANCE: 1,301,584

THURSDAY, AUG. 26

Opening Day: 61,983

High: 73 Low: 63

Precipitation: 1.59 in.

FRIDAY, AUG. 27

77,406

High: 76 Low: 68

Precipitation: .58 in.

SATURDAY, AUG. 28

4-H Day: 129,984

High: 83 Low: 67

Precipitation: .65 in.

SUNDAY, AUG. 29

149,247

High: 81 Low: 66

Precipitation: .16 in.

MONDAY, AUG. 30

Seniors Day: 91,568

High: 83 Low: 62

Precipitation: none

TUESDAY, AUG. 31

Military Appreciation

Day: 89,618

High: 79 Low: 63

Precipitation: none

WEDNESDAY, SEPT. 1

Kids Day: 88,027

High: 77 Low: 56

Precipitation: none

THURSDAY, SEPT. 2

Seniors Day: 80,778

High: 77 Low: 59

Precipitation: none

FRIDAY, SEPT. 3

102,020

High: 67 Low: 58

Precipitation: 1.23 in.

SATURDAY, SEPT. 4

FFA Day: 153,953

High: 62 Low: 58

Precipitation: .02 in.

SUNDAY, SEPT. 5

Friends of the Fair Day: 153,422

High: 76 Low: 55

Precipitation: none

MONDAY, SEPT. 6

Kids Day: 123,578

High: 75 Low: 51

Precipitation: none

AGRICULTURE, ANIMALS and COMPETITION



CELEBRATING 100 YEARS OF THE CATTLE BARN

One of the most iconic buildings on the State Fairgrounds, the Cattle Barn was completed in 1921. Originally known as the Livestock Pavilion, it is a massive brick structure covering 117,450 square feet with sufficient housing for 1,000 head of cattle. It was designed by famed and prolific architect Clarence H. Johnston whose work includes Williams Arena and Northrup Auditorium at the University of Minnesota, Glensheen Mansion in Duluth and dozens of stately homes



in St. Paul, especially on Summit Avenue. Fair guests were able to view an educational timeline outlining the Cattle Barn's many milestones over the past century.

FINE ARTS EXHIBITION

The State Fair's Fine Arts Exhibition featured the largest juried art show in Minnesota. The 2021 People's Choice Award – Adults' Choice went to "Unrest and Anger Takes the Street in Unity," a photograph by Cody Wagner of Minneapolis, Minn. Shawn Broman of White Bear Lake, Minn., won the Kids' Choice Award for "Charging Rex," a sculpture.

INAUGURAL BELLE GRANT AND MENTOR PROGRAM

The new Beginning Exhibitor Livestock Learning Experience (BELLE) Grant program awarded grants to 15 youth livestock exhibitors who participated in the Minnesota State Fair for the first time in 2021. With funding from the Minnesota State Fair Foundation, large-animal exhibitors received \$500 and small-animal exhibitors received \$250 each to help offset costs of exhibiting livestock at the State Fair. Exhibitors were also paired with a youth mentor to help guide them through their experience. The group attended a fair-time reception with State Fair staff and the boards of the State Agricultural Society and the Foundation.

NEW COMPETITIONS

- The Minnesota State Fair was proud to host the prestigious North American Six-Horse Hitch Classic Cart Central Regional Finals. This competition brought together premier draft horse hitches from a region encompassing 12 states and central Canada and was free to fair guests.
- In 2020, fair fans made the most of a year without a get-together and purchased the first-ever Crop Art To Go kits to try their hand at a State Fair tradition unlike any other. Then in 2021, there was a new category called Crop Art To Go competition, and it was open to those who made creations using the patterns and materials included in their at-home kits. Thirty-five competitors participated.

AGRICULTURAL AND CREATIVE COMPETITIONS

The Minnesota State Fair's agricultural and creative competitions including open class, FFA and 4-H drew more than 28,500 entries in 2021, with competitors vying for a share of ribbons, trophies and special awards. Competitions included events for livestock, horses, school projects, dog trials, baked and canned goods, fruit, vegetables, crafts, bee and honey products, fine arts, farm crops, flowers, butter, cheese and more.

CONTESTS and ACTIVITIES

MSF AMATEUR TALENT CONTEST

Nearly 5,000 fans cheered on the best amateur talent in the state at the 48th Annual MSF Amateur Talent Contest Finals held Sept. 5 at the Grandstand. Contestants competed for nearly \$20,000 in prize money. Winners were:

Open Division:

First place: Elite Family Dance of St. Paul, Minn., dance group, "Big Energy"

Second place: Aurora Wang of Shoreview, Minn., piano solo, "Alborada del Gracioso"

Third place: North Ride of Woodbury, Minn., acoustic trio, "Gone South"

Teen Division:

First place: Jacob Taggart of Blaine, Minn., piano solo, "The Torrent Etude"

Second place: Ashley Wongbi of Ramsey, Minn., vocal solo, "Stand Up"

Third place: Charlie Taylor of Arden Hills, Minn., vocal/piano solo, "Rise Up"

Preteen Division:

First place: Angelina Elliot of Brooklyn Park, Minn., dance solo, "The Mind"

Second place: Tucker Kase of Apple Valley, Minn., piano solo, "Praeludium"

Third place: Sofia Morales of Maple Grove, Minn., dance solo, "Poker Face"

MILK RUN

Jeremy Reichenberger of Minneapolis, Minn., and Margaret Ludick of Minnetonka, Minn., were the overall male and female 5K Milk Run winners with times of 16:50 and 17:42, respectively. The Milk Run was sponsored by Great River Energy, Midwest Dairy, Minnesota Farmers Union and Giggles' Campfire Grill. Nearly 1,350 runners participated.

NEW ENTERTAINMENT, EXHIBITS and ELEMENTS



JOYFUL WORLD MURAL PARK

Joyful World Mural Park, produced in partnership with Forecast Public Art and the Minnesota State Fair Foundation, was a new feature in 2021. The park, located on the west side of Chambers Street between West Dan Patch and Carnes Avenues, featured 12 large-scale artworks painted live by local artists each day of the fair. Artists referenced imagination and joy as they created murals that reflected the world they want to live in. Participating artists were: Leslie Barlow, Jennifer Davis, Jose Dominguez, Maiya Lea Hartman, Hibaaq Ibrahim, Tom Jay, Geno Okok, Shade Pratt (Fola), Xee Reiter, Joy Spika, Kao Lee Thao and Thomasina Topbear.

NEW EXHIBITS

- The American Red Cross Blood Drive brought an expanded pop-up donation site in 2021 to the North End Event Center at a time when the nation's blood supply needed a boost. In this expanded space, the Red Cross was able to offer more donation beds, more staff and more space to create an enjoyable, comfortable donation experience at the fair.
- The Minnesota Department of Health, Ramsey County and Homeland Health offered a free Covid Community Vaccination Clinic all 12 days at the North End Event Center. Eligible fair guests could receive a Pfizer-BioNTech or J&J/Janssen Covid vaccine and return to the fun of the fair. No appointment, identification or insurance was necessary.
- A brand-new take-a-break sensory space – Fraser Sensory Building – offered a calming atmosphere, support staff and private side entrance for guests of all ages with sensory-processing challenges who may find the sights, sounds and smells of the fair overwhelming. It was located on the west side of Cosgrove Street, south of the Home Improvement Building.

BEST AWARDS

The State Fair's 2021 Best Awards recognized the very best of the fair's 1,200 commercial exhibits, concessions, attractions and food vendors. Winners were:

- | | |
|--|--|
| • Angry Minnow Vintage | • Kim O's Concession and Lean & Toss |
| • Baba's | • Latitude Studios Co. |
| • Bailey Builds | • Rutana's Hot Apple Dumplings |
| • Gopher State Expositions and the Equinox | • Solem Concessions Cheese Curds & Mini Donuts |
| • GoServ Global | • Tinsley Amusements and Charlie Chopper |
| • Hanging Garden | • Waterstone Fire Tables |
| • The Hideaway Speakeasy | |

NEW LOCATIONS FOR THREE ATTRACTIONS

- The extremely popular 4-H Llama-Alpaca Costume Competition moved from Compeer Arena to Lee & Rose Warner Coliseum.
- Adventure Park, featuring the fair's biggest thrill attractions, moved to the south side of Judson Avenue between the CHS Miracle of Birth Center and the Dairy Building.
- FFA Agriculture Technology Exhibits moved from the Education Building to be showcased in the Agriculture Horticulture Building.

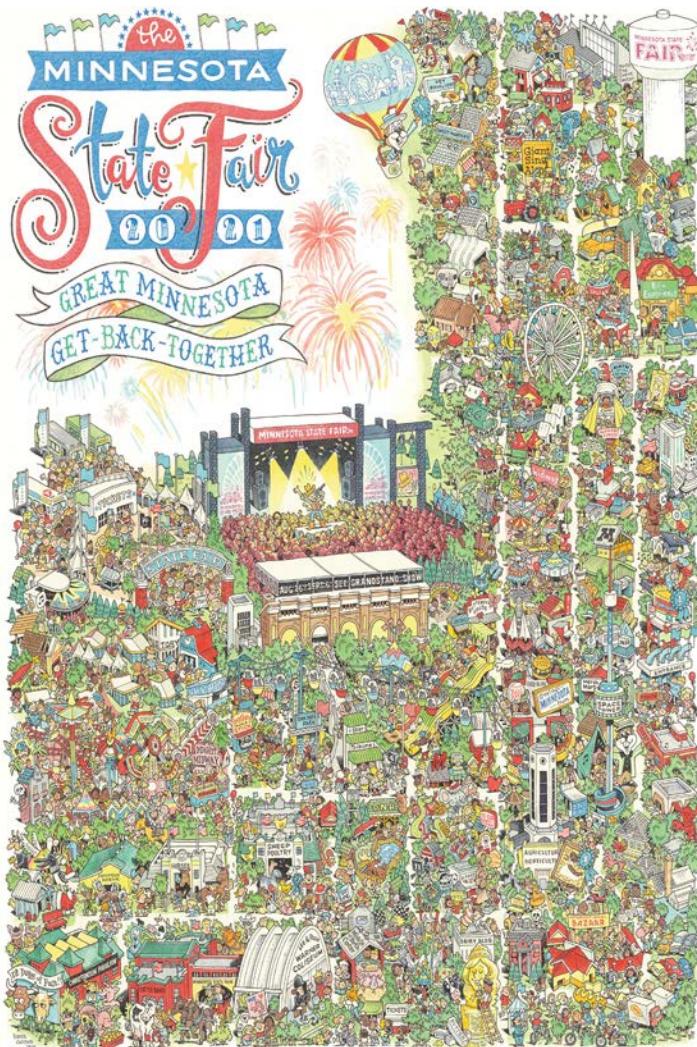
VACCINATION OPPORTUNITY

The State of Minnesota and Federal Emergency Management Agency (FEMA) hosted a community Covid vaccination center at the State Fairgrounds in the south Como parking lot. It ran April 14–June 8, 2021 and prioritized underserved communities hit hard by the pandemic, and had the capacity to vaccinate 100,000 Minnesotans.

2021 MINNESOTA STATE FAIR COMMEMORATIVE ART BY KEVIN CANNON

The 2021 Commemorative Art was the 17th in a series of artwork created for the Great Minnesota Get-Together. Minneapolis cartoonist and illustrator Kevin Cannon's interpretation shares a whimsical and highly detailed watercolor overview map of the fairgrounds. Originally commissioned for the 2020 fair, the piece was modified for 2021.

"My hope is that people will get lost in my image, in the same way it's fun to get lost at the fair itself, not exactly having a plan, just wandering, exploring and finding something new and exciting around every corner," Cannon said.





MINNESOTA STATE FAIR SCHOLARSHIPS

Minnesota State Fair Scholarships were established in 1994 to help further the educational endeavors of young adults from greater Minnesota. In 2021, 22 scholarships of \$1,000 each were made available to youth enrolled in agriculture programs with participation in the current year's Minnesota State Fair. The following individuals were the 2021 recipients:

- Lafe Aarsvold, Altura
- Kelsey Biel, Harmony
- Anakin Bosek, Garfield
- McKayla Carlson-Hughes, Stanchfield
- Maxwell Ehrich, Elmore
- Abby Foss, Cambridge
- Wyatt Halvorson, Goodridge
- Ryan Hegland, Northfield
- Lily Krona, Bemidji
- Jordan Mueller, Arlington
- Megan Olson, Hastings
- Mikayla Opatz, Springfield
- Issabella O'Rourke, Wells
- Isabelle Patterson, Kenyon
- Hayden Poquette, Wanamingo
- Sophia Portner, Sleepy Eye
- Megan Ratka, Cold Spring
- Anna Ridenour, Dodge Center
- Bryce Skiba, North Branch
- Haley Van Nurden, Sunburg
- Hally Frandrup, Hastings (Christensen Family Scholarship)
- Emily Matejka, Sherburn (Christensen Family Scholarship)



50 YEAR AWARDS

Twelve 50 Year Awards were presented to individuals who have actively participated in the Minnesota State Fair for a half-century. The recipients were:

- Linda Christensen of Oceanside, Cali.
Dairy princess butter sculptor
- Mike Fries of Roseville
Grandstand admissions
- George Funk of Long Lake
Concessionaire
- John Grass Jr. of LeRoy
Cattle and swine exhibitor
- Les Hansen of St. Paul
4-H advisor
- Jerry Hawton of New Brighton
Swine superintendent
- Charlie Koch of White Bear Lake
State Fair staff
- Mary Murphy of St. Paul
Attraction ticket taker
- Paul Nilson of Osage
Swine exhibitor
- Douglas Pamp of Garvin
Sheep and swine exhibitor
- William Phillips of Little Canada
Admissions
- Adrian and Mary Ann Rademacher of Waconia
Poultry exhibitors

AWARDS and ACCOLADES



STATE FAIR HALL OF FAME

Retired Minnesota State Fair Deputy General Manager Jim Sinclair was inducted into Minnesota State Fair Hall of Fame. A native of Chippewa Falls, Wis., Sinclair began his career in the industry at age 15 with the Northern Wisconsin State Fair, where he continued to work during the summers and after graduating from college in 1973. In February 1975, he was hired by the Minnesota State Fair as an administrative assistant and, for the next 46 years, has had numerous management responsibilities and undertaken multiple program and operational initiatives, including overseeing the fair's sales division and concession, exhibit, carnival and attraction operations, purchasing, facility usage and non-fair events. In 1995, Sinclair initiated and held the lead role in implementing and managing the State Fair's independent carnival midway. He was named deputy general manager in 2006. Long active in the International Association of Fairs & Expositions (IAFE), Sinclair has played an active role on several IAFE committees and served as chair in 2011. He is a Certified

Fair Executive and 2012 graduate of the IAFE Institute of Fair Management. He also served as the IAFE Zone 4 director from 1991 to 1992. He was a 2017 Showmen's League of America Hall of Honor recipient, named to Honorary Life Membership in the Mid-West Fairs Association in 2021, and was inducted into the IAFE Hall of Fame in 2021.

OUTSTANDING SENIOR CITIZENS

The 2021 Outstanding Senior Citizen Awards were presented to Marianne Walker of Stearns County and Arthur Kaunonen of Isanti County. A ceremony was held at the Leinie Lodge Bandshell on Thursday, Sept. 2, to honor 41 seniors representing 22 Minnesota counties. This year's ceremony was sponsored by Humana.

MSF MVP WINNERS

Five Minnesota State Fair employees were awarded the MSF All-Star MVP Award for exceeding expectations and providing outstanding service. Winners for 2021 were: Megan Currier (MSF Foundation), Bryan Kelling (Milking Parlor), Teo Lund-Dybevik (Operations), Natasha Mortensen (CHS Miracle of Birth Center – Educational Programming) and Susan Ritt (Marketing).

DOUGLAS K. BALDWIN AWARD

The Douglas K. Baldwin Award for FFA livestock show participation and leadership went to Hannah Neil of the Randolph FFA chapter. The award is named for former Fair manager Doug Baldwin (1951–1962), and recognizes an FFA member who displays outstanding qualities of leadership, competence, cooperation, courtesy, congeniality and citizenship.

PRINCESS KAY

Since 1954, the Princess Kay competition has recognized young women who live or work on one of Minnesota's dairy farms. Anna Euerle of Litchfield, Minn., representing Meeker County, was crowned the 68th Princess Kay of the Milky Way and will serve

as the official goodwill ambassador for nearly 2,500 Minnesota dairy farm families throughout the year.

HONORARY LIFE MEMBER

The Minnesota State Fair annually elects one individual for honorary life membership in the Minnesota State Agricultural Society. Retiring Society President Ron Oleheiser of Grand Rapids, Minn., is this year's honoree. Oleheiser has served on the State Fair board of managers since 2009 and has been president since 2020. He has a long history of leadership and volunteerism, including managing the Grand Rapids Herald Review for 30 years. He served with the Itasca County Fair, the Grand Rapids Area Chamber of Commerce, Grace House of Itasca County, Minnesota Federation of County Fairs, IAFE, Itasca County Family YMCA and Itasca Economic Development Corporation, among others. He is currently the executive director of Grace House of Itasca County, a nonprofit agency whose goal is to decrease homelessness in Itasca County by providing shelter for all people experiencing homelessness and connect them to the resources they want and need. Oleheiser is a proud lifelong resident of Grand Rapids.





GRANDSTAND

Thursday, Aug. 26

MIRANDA LAMBERT

with special guest **LINDSAY ELL**

7:30 p.m. • \$65, \$55, \$40 (reserved) • Attendance 10,876

Friday, Aug. 27

MAREN MORRIS with special guests

NOAH SCHNACKY and **PATRICK MURPHY**

7:30 p.m. • \$65, \$55, \$40 (reserved) • Attendance 4,504

Saturday, Aug. 28

THE CURRENT'S MUSIC ON-A-STICK featuring

LAKE STREET DIVE with special guest **KISS THE TIGER**

6:30 p.m. • \$38, \$28 (reserved) • Attendance 4,217

Sunday, Aug. 29

TLC AND SHAGGY

with special guest **BONE THUGS-N-HARMONY**

7 p.m. • \$57, \$47, \$37 (reserved) • Attendance 8,766

Monday, Aug. 30

THE SPINNERS with special guests

LITTLE ANTHONY & THE IMPERIALS and **THE GRASS ROOTS**

7 p.m. • \$31 (reserved) • Attendance: 2,436

Tuesday, Aug. 31

THE DOOBIE BROTHERS - 50TH ANNIVERSARY TOUR

featuring **TOM JOHNSTON, PAT SIMMONS, JOHN MCFEE**

7 p.m. • \$65, \$50 (reserved) • Attendance: 11,461

Wednesday, Sept. 1

TIM MCGRAW with special guest **MIDLAND**

7:30 p.m. • \$88, \$78, \$60 (reserved) • Attendance: 12,480

Thursday, Sept. 2

THE CHAINSMOKERS with special guest **GASHI**

7:30 p.m. • \$70, \$60, \$50 (reserved) • Attendance: 8,314

Saturday, Sept. 3

Music, Movie and a Conversation with KEVIN COSTNER

with special guest **MODERN WEST**

6:30 p.m. • \$75, \$45, \$35, \$25 (reserved) • Attendance: 3,584

Saturday, Sept. 4

GEORGE THOROGOOD & THE DESTROYERS "Good To Be Bad

Tour: 45 Years of Rock" with special guest NIGHT RANGER

7:30 p.m. • \$46, \$36 (reserved) • Attendance: 4,587

Sunday, Sept. 5

MINNESOTA STATE FAIR

AMATEUR TALENT CONTEST FINALS

7:30 p.m. • Free • Attendance: approximately 5,000

Monday, Sept. 6

DARCI LYNNE: My Lips Are Sealed (Except When They're Not)

with special guest **OKEE DOKEE BROTHERS**

4 p.m. • \$25 (reserved) • Attendance: 2,664



FREE at the LEINIE LODGE BANDSHELL TONIGHT!



AUG. 26 & 27 • SISTER SLEDGE



AUG. 28 & 29 • GEAR DADDIES



AUG. 30 & 31 • EZRA RAY HART



**SEPT. 1 & 2
THE LEGENDARY WAILERS**



**SEPT. 3 & 4 • ROOTS & BOOTS
FEATURING AARON TIPPIN, SAMMY
KERSHAW AND COLLIN RAYE**



SEPT. 5 & 6 • YAM HAUS

MORE FREE STAGE ENTERTAINMENT

■ LEINIE LODGE BANDSHELL

- **Aug. 26 – Sept. 4:** MSF Amateur Talent Contest Semifinals
- **Aug. 26 & 27:** Box On, Tonic Sol-fa, Shenandoah
- **Aug. 28 & 29:** Becky Buller Band, Kazual, King Calaway
- **Aug. 30 & 31:** The 34th Infantry Division “Red Bull” Band, The Malpass Brothers, Pam Tillis
- **Sept. 1 & 2:** Renata The Band, Rockland Road, Jeff Dayton
- **Sept. 3 & 4:** Monroe Crossing, The Sweet Colleens, Thomasina and the King’s Quartet
- **Sept. 5 & 6:** Malamanya, Rosie Flores, Sunpie & The Louisiana Sunspots

■ FAMILY FAIR STAGE AT BALDWIN PARK

- **Aug. 26 – Sept. 6:** Monster Shop Bump’n
- **Aug. 26 – Sept. 4:** MSF County Fair Talent Contest
- **Aug. 26 & 27:** The Chipper Experience
- **Aug. 28 & 29:** The Rubber Chicken Variety Show
- **Aug. 30 & 31:** Jared Sherlock
- **Sept. 1 & 2:** Fantastick Patrick
- **Sept. 3 & 4:** The Flyin’ Hawaiian Show
- **Sept. 5 & 6:** Kisdance, Lizzy - Comedy Stage Hypnosis

■ RAMBERG MUSIC CAFE

- **Aug. 26 & 27:** Polkarobics, Tom Hunter
- **Aug. 28 & 29:** The Neighborhood Trio, Jack Knife & The Sharps
- **Aug. 30 & 31:** The Joey Johnson Band, Dakota Dave Hull & Friends
- **Sept. 1 & 2:** Jim Berner’s Music Legends, PK Mayo
- **Sept. 3 & 4:** Rich Lewis Band, Phil Heywood & Eric Lugosch
- **Sept. 5 & 6:** Bill Koncar, Lolos Ghost

■ INTERNATIONAL BAZAAR STAGE

- **Aug. 26 & 27:** Jack Brass Band, Café Accordion Orchestra
- **Aug. 28 & 29:** Phoenix Chinese Dance Academy, The Men of New Hope
- **Aug. 30 & 31:** Sumunar Indonesian Music & Dance, Tha Ma Muz
- **Sept. 1 & 2:** Ujamaa Music Group, María Isa and LatinXpolis
- **Sept. 3 & 4:** Siama’s Congo Roots, Native Pride Dancers
- **Sept. 5 & 6:** Ballet Folklorico Mexico Azteca, KOFI & The Fire Keepers

■ BAZAAR AFTER DARK

- **Aug. 26 & 27:** Jaybee and The Routine
- **Aug. 28 & 29:** Good For Gary
- **Aug. 30 & 31:** Takin’ It To The Limit: An Eagles Tribute
- **Sept. 1 & 2:** Banda La Verdadera
- **Sept. 3 & 4:** Socaholix
- **Sept. 5 & 6:** Ka Lia Universe & Friends

■ SCHELL’S STAGE AT SCHILLING AMPHITHEATER

- **Aug. 26 – Sept. 6:** MNHS presents History On-A-Schtick
- **Aug. 26 & 27:** Mary Cutrufello Band, The Jorgensens
- **Aug. 28 & 29:** Minnesota State Fiddle Contest, Barley Jacks
- **Aug. 30 & 31:** Starlifter from the USAF Band of Mid-America, Poppa Bear Norton
- **Sept. 1 & 2:** Kris and the Riverbend Dutchmen, Molly Maher Band
- **Sept. 3 & 4:** Minnesota Americana-Roots Music Contests, Cornbread Harris
- **Sept. 5:** Sarah Morris, The Dollys
- **Sept. 6:** Poppa Bear Norton, The Dollys

■ WEST END AT SUNSET

- **Aug. 26 & 27:** Davina and The Vagabonds
- **Aug. 28 & 29:** The Greeting Committee
- **Aug. 30 & 31:** Big Sandy and his Fly-Rite Boys
- **Sept. 1 & 2:** NUR-D
- **Sept. 3 & 4:** First Avenue Goes To The Fair
- **Sept. 5 & 6:** Mae Simpson

■ THE NORTH WOODS

- **Aug. 26 – Sept. 6:** All-Star Stunt Dog Splash, Timberworks Lumberjack Show

THANK YOU to our SPONSORS

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- August Schell Brewing Co.
- Bremer Bank
- Cal Spas
- Cargill
- Cub
- Device Pitstop
- DISH
- DragNFly Wireless
- Explore Minnesota
- Giggles' Campfire Grill
- Good Health Saunas
- Great River Energy
- Green Mill Restaurant
- Humana
- Jacob Leinenkugel Brewing Co.
- Kemps
- Kwik Trip
- LeafFilter
- Mazda
- Midwest Dairy
- Minnesota Corn Growers Association
- Minnesota Farm Bureau Foundation
- Minnesota Farmers Union
- Minnesota Livestock Breeders' Association
- Minnesota Lottery
- Minnesota Rusco
- Paddle North
- Sleep Number
- Star Tribune
- Summit Brewing Co.
- T-Mobile
- Treasure Island Resort & Casino
- Xcel Energy
- Xfinity





PRINCIPALS

Thomas A. Karnowski, CPA
Paul A. Radosevich, CPA
William J. Lauer, CPA
James H. Eichten, CPA
Aaron J. Nielsen, CPA
Victoria L. Holinka, CPA/CMA
Jaclyn M. Huegel, CPA
Kalen T. Karnowski, CPA

INDEPENDENT AUDITOR'S REPORT

To the Board of Managers and Management
Minnesota State Agricultural Society

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of the enterprise fund and the discretely presented component unit of the Minnesota State Agricultural Society (dba Minnesota State Fair) (the Society) as of and for the year ended October 31, 2021, and the related notes to the financial statements, which collectively comprise the Society's basic financial statements as listed in the table of contents.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements of the Minnesota State Fair Foundation (the Foundation), a discretely presented component unit whose statements reflect total assets and expenses of \$4,967,598 and \$1,915,369, respectively, as of and for the year ended October 31, 2021. Those financial statements were audited by other auditors whose reports thereon have been furnished to us. Our opinion on the basic financial statements, insofar as it relates to the amounts included for this organization as a component unit of the Society, is based solely on the report of the other auditor. We conducted our audit in accordance with auditing standards generally accepted in the United States of America, and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Society's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

(continued)

Malloy, Montague, Karnowski, Radosevich & Co., P.A.

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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

OPINIONS

In our opinion, based on our audit and the report of the other auditor, the financial statements referred to on the previous page present fairly, in all material respects, the respective financial position of the enterprise fund and the discretely presented component unit of the Society as of October 31, 2021, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

OTHER MATTERS

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, which follows this report letter, and the required supplementary information (RSI), which follows the notes to basic financial statements, to be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who consider it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the RSI, in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Society's basic financial statements. The general information, Supporting Schedule – Revenues and Expenses, and meeting minutes, as listed in the table of contents, are presented for purposes of additional analysis and are not required parts of the basic financial statements.

The Supporting Schedule – Revenues and Expenses is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The general information and meeting minutes have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

(continued)

Prior Year Comparative Information

We have previously audited the Society's 2020 financial statements and we, with reliance on other auditors, expressed unmodified audit opinions on the respective financial statements of the enterprise fund and the discretely presented component unit in our report dated April 9, 2021. In our opinion, based on our audit and the report of the other auditor, the partial comparative information presented herein as of and for the year ended October 31, 2020 is consistent, in all material respects, with the audited financial statements from which it has been derived.

OTHER REPORTING REQUIRED BY *GOVERNMENT AUDITING STANDARDS*

In accordance with *Government Auditing Standards*, we have also issued our report dated April 22, 2022 on our consideration of the Society's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Society's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control over financial reporting and compliance.

Malloy, Montague, Karnowski, Radosevich & Co., P. A.

Minneapolis, Minnesota
April 22, 2022

MINNESOTA STATE FAIR

■ MANAGEMENT DISCUSSION AND ANALYSIS

The Minnesota State Agricultural Society produces the annual Minnesota State Fair and manages the State Fairgrounds. The Society operates with no public subsidy of any kind, for any purpose. The costs to produce the annual State Fair and all capital and maintenance improvements to the historic State Fairgrounds are financed with revenue earned by the Society and State Fair Foundation donations. The following is an analysis of the Society's financial activities and performance during the fiscal years ended October 31, 2021 and 2020, along with detailed financial statements and supplementary information.

The Minnesota State Fair Foundation was established in 2002 as a tax exempt 501(c)(3) nonprofit corporation with the exclusive mission of raising accessible funds to significantly assist the Society in improving and maintaining the State Fairgrounds. Therefore, comparative Foundation financial statements for fiscal years 2021 and 2020 are presented as a component unit of the Society.

■ OVERVIEW OF THE FINANCIAL STATEMENTS

The Society's financial statements are accounted for as an enterprise fund, which operates in a manner similar to a private business enterprise. The Statement of Net Position outlines the Society's assets, deferred outflows of resources, liabilities and deferred inflows of resources. Additionally, this statement includes detailed discussion of capital assets – namely, the State Fairgrounds and its facilities. Next, income and expenses for the year are presented in the Statement of Revenue, Expenses and Changes in Net Position; this statement serves to determine if the Society has earned an acceptable level of operating income. Finally, the Statement of Cash Flows provides information on cash receipts and payments generated from operations, as well as finance and investment activities that occurred during the year.

■ NET POSITION

The Condensed Statement of Net Position provides a quick look at the Society's overall financial position. Net position increased to \$55.8 million during fiscal 2021. This increase of \$3.2 million was the result of an increase in net operating income and Paycheck Protection Program (PPP) loan forgiveness of \$1.5 million.

Approximately 111 percent of the Society's net position - \$62.0 million - represents the Society's continual investment in capital assets (building, equipment and infrastructure) that are absolutely essential to the Society's ability to present the annual exposition.

The increase in current and other assets is mainly due to the Society operating a Fair in 2021. Unearned revenue decreased due to there not being advance ticket sales in the current year. The change in the Society's share of the Minnesota State Retirement Systems (MSRS) pension plan contributed to the change in deferred outflows of resources and deferred inflows of resources.

■ INCOME AND EXPENSE

The State Fair realized an increase in net position of \$3.2 million in fiscal 2021 based upon gross revenues of \$47.7 million and gross expenses of \$44.5 million. State Fair income is earned primarily from three sources: ticket sales, licensing of commercial exhibit space and the rental of fair facilities for non-fair events. In 2021, the ticket sales total of \$27.3 million was earned chiefly through sales of outside gate and parking tickets (\$16.2 million), Mighty Midway and Kidway tickets (\$7.6 million) and Grandstand tickets (\$3.5 million).

As with most business enterprises, expenses are very diverse. The State Fair provides extensive services to fair visitors that include police protection, sanitation, Park & Ride bus service, guest services and parking (\$8.7 million). Other expenses include Grandstand and free entertainment (\$7.1 million), fairgrounds plant operations and maintenance (\$7.6 million) and depreciation of State Fair facilities (\$3.8 million).

Accounting for pensions increased the net position due to the required recognition of the Society's portion of the overall unfunded pension liability of the Minnesota State Retirement System (MSRS). As a result of this required pension reporting, and fluctuations in the stock market, the Society recognized a decrease of \$4.4 million in pension expense in the current year. In the previous year, pension expense increased \$310,000 related to this liability.

The significant increase in revenues and expense in the current year is due to the Society operating a fair in 2021.

A detailed breakdown of the State Fair's income and expenses is included in the Revenues and Expenses Supporting Schedule on pages 33-36.

■ CAPITAL ASSETS (THE STATE FAIRGROUNDS)

The State Fair's capital assets consist of: 125 fair-owned structures, land and improvements to the land, personal property and infrastructure including an intricate network of electricity, communications, gas, water and sewer distribution systems.

Structures include everything from small permanent information and ticket booths to the Coliseum and the massive Grandstand. Most of the State Fair's significant structures and utilities date back to Works Progress Administration (WPA) days in the '30s and very early '40s. Some buildings are even older, such as the Grandstand (1909), Fine Arts Center (1907) and Progress Center (1907).

In 2021, the State Fair invested \$123,000 in capital improvements. This amount is mostly comprised of \$49,000 for a new cooler in the Creative Activities building.

Additional information on capital assets can be found in note 3 of the accompanying financial statements.

■ LONG-TERM LIABILITIES

During 2021, the Society utilized a previously established draw-down note and a PPP loan for cash flow purposes. The PPP loan may be forgiven under the provisions of the PPP. The Society's PPP loan obtained in the prior year was forgiven in the current year. Additional information on long-term debt can be found in note 4 of the accompanying financial statements.

■ STATE FAIR FOUNDATION

Please refer to note 9 in the accompanying financial statements for information on the Minnesota State Fair Foundation and for information on how Foundation financial statements can be obtained.

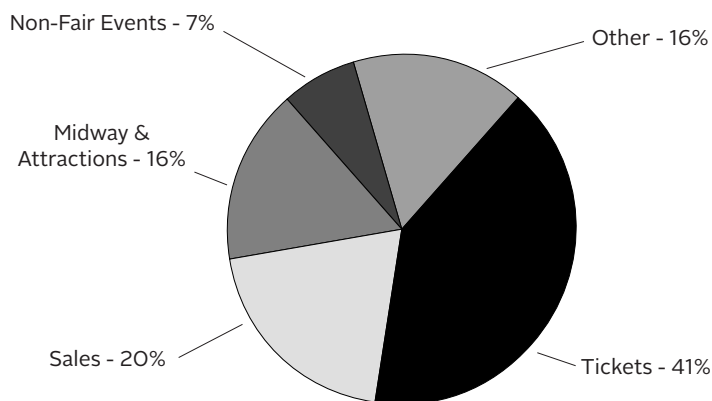
■ FACTORS BEARING ON THE SOCIETY'S FUTURE

The Covid pandemic has caused numerous financial and operational challenges for the Society in fiscal 2021 and is expected to have an impact for fiscal 2022, possibly beyond. Any potential effects it may have on the Society's future operations and financial condition cannot be determined at this time and has not been reflected in these financial statements. Although the current external economic conditions are challenging and the fair industry has been greatly impacted, the Society's continued growth and solid financial condition place the Society in a strong position to meet future challenges.

REVENUE, EXPENSE AND CHANGES IN NET POSITION

	2021	2020
Revenue		
Ticket sales	\$27,262,129	\$488,727
Activities	11,773,025	313,570
Other	6,391,678	1,789,007
Non-operating revenue		
Investment income	7,100	21,404
Grant revenue	847,769	811,200
PPP loan forgiveness	<u>1,459,727</u>	<u>-</u>
Total revenue	47,741,428	3,423,908
Expense		
Activities, support and administrative	29,416,042	9,566,395
General operations	<u>15,109,188</u>	<u>10,316,164</u>
Total expense	44,525,230	19,882,559
Change in net position	3,216,198	(16,458,651)
Beginning net position	<u>52,535,902</u>	<u>68,994,553</u>
Ending net position	<u>\$55,752,100</u>	<u>\$52,535,902</u>

■ 2021 INCOME (\$47.7 million)



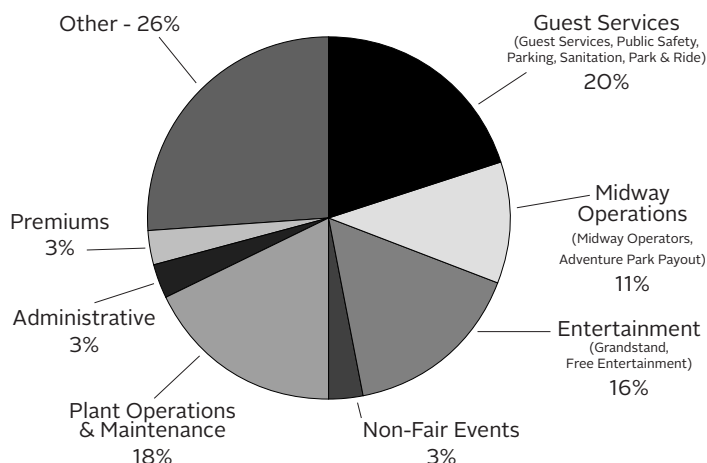
■ 2021 Income (in millions)

- Tickets - \$19.7
(Gate, Grandstand, Parking)
- Sales - \$9.5
- Midway & Attractions - \$7.6
(Midway, MSF Attractions)
- Non-Fair Events - \$3.1
- Other - \$7.8
(Beef Expo, Other)

CONDENSED STATEMENT OF NET POSITION

	2021	2020
Current & other assets	\$ 9,642,289	\$ 3,745,465
Capital assets	<u>79,493,792</u>	<u>83,247,393</u>
Total assets	89,136,081	86,992,858
Deferred outflows of resources	3,166,378	772,067
Notes payable	17,166,000	16,501,000
Unearned revenue	172,460	2,494,573
Other liabilities	<u>11,901,607</u>	<u>9,613,731</u>
Total liabilities	29,240,067	28,609,304
Deferred inflows of resources	7,310,292	6,619,719
Net investment in capital assets	62,005,069	66,351,920
Restricted	1,502,047	1,501,596
Unrestricted	<u>(7,755,016)</u>	<u>(15,317,614)</u>
Total net position	<u>\$ 55,752,100</u>	<u>\$ 52,535,902</u>

■ 2021 EXPENSE (\$44.5 million)



■ 2021 Expense (in millions)

- Guest Services - \$8.7
(Guest Services, Public Safety, Parking, Sanitation, Park & Ride)
- Midway Operations - \$4.9
(Midway Operations, Adventure Park Payout)
- Entertainment - \$7.1
(Grandstand, Free Entertainment)
- Non-Fair Events - \$1.5
- Plant Operations & Maintenance - \$7.6
- Administrative - \$1.5
- Premiums - \$1.5
- Other - \$11.7
(Other, Depreciation)

■ MINNESOTA STATE FAIR STATEMENT OF NET POSITION

As of October 31

	2021	2020
ASSETS		
Current assets:		
Cash and cash equivalents - unrestricted	\$ 5,929,788	\$ 1,540,838
Cash and cash equivalents - restricted	1,502,047	1,501,596
Accounts receivable	1,696,876	645,115
Prepaid expenses	<u>513,578</u>	<u>57,916</u>
Total current assets	\$ 9,642,289	\$ 3,745,465
Non-current assets:		
Capital assets, not being depreciated	\$ 3,160,426	\$ 3,178,633
Capital assets, net of related depreciation	<u>76,333,366</u>	<u>80,068,760</u>
Total non-current assets	\$ 79,493,792	\$ 83,247,393
Total assets	\$ 89,136,081	\$ 86,992,858
DEFERRED OUTFLOWS OF RESOURCES		
Deferred charge on refunding of debt	\$ 50,289	\$ 100,579
Pension plan deferments - MSRS	2,971,727	542,163
Other post-employment benefit deferments	<u>144,362</u>	<u>129,325</u>
Total deferred outflows of resources	\$ 3,166,378	\$ 772,067
Total assets and deferred outflows of resources	\$ 92,302,459	\$ 87,764,925
LIABILITIES		
Current liabilities:		
Accounts payable	\$ 5,644,098	\$ 1,087,158
Accrued salaries	152,135	133,762
Unearned revenue	172,460	2,494,573
Note interest payable	62,876	57,105
Capital lease - current	132,641	151,381
Note payable - current	1,793,000	1,335,000
Compensated absences - current	<u>543,549</u>	<u>523,424</u>
Total current liabilities	\$ 8,500,759	\$ 5,782,403
Noncurrent liabilities:		
Capital lease	\$ 240,371	\$ 343,672
Note payable	15,373,000	15,166,000
Loan payable	1,451,750	1,445,000
Compensated absences	409,179	248,202
Other post-employment benefit liability	3,119,889	2,861,472
Net pension liability - MSRS	<u>145,119</u>	<u>2,762,555</u>
Total non-current liabilities	\$ 20,739,308	\$ 22,826,901
Total liabilities	\$ 29,240,067	\$ 28,609,304
DEFERRED INFLOWS OF RESOURCES		
Pension plan deferments - MSRS	\$ 7,310,292	\$ 6,619,719
Total liabilities and deferred inflows of resources	\$ 36,550,359	\$ 35,229,023
NET POSITION		
Net investment in capital assets	\$ 62,005,069	\$ 66,351,920
Restricted for:		
Debt service	1,501,595	1,501,145
Capital improvements	452	451
Unrestricted	<u>(7,755,016)</u>	<u>(15,317,614)</u>
Total net position	\$ 55,752,100	\$ 52,535,902
Total liabilities, deferred inflows of resources, and net position	\$ 92,302,459	\$ 87,764,925

The accompanying notes are an integral part of the financial statements.

■ MINNESOTA STATE FAIR FOUNDATION STATEMENT OF FINANCIAL POSITION

As of October 31

	2021	2020
ASSETS		
Cash and cash equivalents	\$ 2,499,202	\$ 2,119,578
Investments	2,045,174	1,315,391
Accounts receivable	9,480	72,352
Contributions receivable, net	398,086	160,608
Prepaid expenses and other assets	11,274	10,862
Merchandise inventory	3,800	5,368
Property and equipment, net of accumulated net of accumulated depreciation of \$6,231 and \$6,128, respectively	<u>582</u>	<u>685</u>
Total assets	<u>\$ 4,967,598</u>	<u>\$ 3,684,844</u>
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable	\$ 5,896	\$ 1,838
Accrued expenses	63,549	50,864
Payables due to the Minnesota State Agricultural Society	123,554	54,747
Notes payable	<u>-</u>	<u>94,700</u>
Total liabilities	192,999	202,149
Net Assets		
Without donor restrictions		
Undesignated	1,933,537	1,330,569
Board-designated for fine arts	<u>70,064</u>	<u>63,073</u>
Total without donor restrictions	2,003,601	1,393,642
With donor restrictions	2,770,998	2,089,053
Total net assets	<u>477,599</u>	<u>3,482,695</u>
Total liabilities and net assets	<u>\$ 4,967,598</u>	<u>\$ 3,684,844</u>

The accompanying notes are an integral part of the financial statements.

■ MINNESOTA STATE FAIR STATEMENT OF REVENUE, EXPENSES AND CHANGES IN NET POSITION

For the years ended October 31

	2021	2020
OPERATING REVENUES		
Ticket sales	\$ 27,262,129	\$ 488,727
Activities	11,773,025	313,570
Other	<u>6,391,678</u>	<u>1,789,007</u>
Total operating revenues	\$ 45,426,832	\$ 2,591,304
OPERATING EXPENSES		
Administrative	\$ 1,549,678	\$ 5,717,943
Activities and support	27,866,364	3,848,452
Premiums	1,464,172	162,652
Plant operations	5,992,392	3,370,139
Plant maintenance	1,608,520	862,736
Other	1,642,719	1,180,656
Depreciation	<u>3,828,508</u>	<u>4,070,374</u>
Total operating expenses	\$ 43,952,353	\$ 19,212,952
Operating income (loss)	\$ 1,474,479	(\$ 16,621,648)
NON-OPERATING REVENUES (EXPENSES)		
Investment income	\$ 7,100	\$ 21,404
Grant revenue	847,769	811,200
PPP loan forgiveness	1,459,727	-
Gain on sale of capital assets	(6,992)	-
Interest expense	<u>(565,885)</u>	<u>(669,607)</u>
Total non-operating revenues (expenses)	\$ 1,741,719	\$ 162,997
Change in net position	\$ 3,216,198	\$ (16,458,651)
Net position, beginning of the year	<u>52,535,902</u>	<u>68,994,553</u>
Net position, end of year	<u>\$ 55,752,100</u>	<u>\$ 52,535,902</u>

The accompanying notes are an integral part of the financial statements.

■ MINNESOTA STATE FAIR FOUNDATION STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

For the Years Ended October 31

	2021			2020		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES						
Contributions	\$ 643,457	\$ 1,329,456	\$ 1,972,913	\$ 639,169	\$ 535,163	\$ 1,174,332
Support from the Minnesota State Agricultural Society	180,377	-	180,377	177,860	-	177,860
In-kind contributions	66,420	-	66,420	5,345	-	5,345
Special events, net of direct benefits of \$72,331 and \$-0, respectively	136,974	-	136,974	7,175	-	7,175
Interest and dividends	1,338	-	1,338	11,984	-	11,984
Realized and unrealized gains on investments	-	422,481	422,481	-	91,563	91,563
PPP loan forgiveness	189,435	-	189,435	-	-	-
Net assets released from restrictions	<u>1,069,992</u>	<u>(1,069,992)</u>	<u>-</u>	<u>743,482</u>	<u>(743,482)</u>	<u>-</u>
Total	2,287,993	681,945	2,969,938	1,585,015	(116,756)	1,468,259
Merchandise sales and commissions	313,583	-	313,583	118,477	-	118,477
Less: cost of goods sold	<u>(76,248)</u>	<u>-</u>	<u>(76,248)</u>	<u>(38,271)</u>	<u>-</u>	<u>(38,271)</u>
Net merchandise sales and commissions	<u>237,335</u>	<u>-</u>	<u>237,335</u>	<u>80,206</u>	<u>-</u>	<u>80,206</u>
Total revenues	2,525,328	681,945	3,207,273	1,665,221	(116,756)	1,548,465
EXPENSES						
Program	1,086,543	-	1,086,543	1,017,754	-	1,017,754
Management and administrative expenses	433,904	-	433,904	374,830	-	374,830
Fundraising expenses	<u>394,922</u>	<u>-</u>	<u>394,922</u>	<u>360,590</u>	<u>-</u>	<u>360,590</u>
Total expenses	1,915,369	-	1,915,369	1,753,174	-	1,753,174
CHANGE IN NET ASSETS	609,959	681,945	1,291,904	(87,953)	(116,756)	(204,709)
Net assets - beginning of year	<u>1,393,642</u>	<u>2,089,053</u>	<u>3,482,695</u>	<u>1,481,595</u>	<u>2,205,809</u>	<u>3,687,404</u>
NET ASSETS - END OF YEAR	\$ 2,003,601	\$ 2,770,998	\$ 4,774,599	\$ 1,393,642	\$ 2,089,053	\$ 3,482,695

The accompanying notes are an integral part of the financial statements.

■ MINNESOTA STATE FAIR STATEMENT OF CASH FLOWS

For the years ended October 31

	2021	2020
Cash flow from operating activities		
Cash received from operations		
Ticket sales	\$ 25,219,940	\$ 2,533,940
Activities	10,223,454	937,974
Other	6,609,564	4,010,936
Cash payment for operating expenses		
To suppliers for goods or services	(30,824,151)	(10,321,872)
To employees for services	(8,846,661)	(6,927,867)
Net cash provided (used) by operating activities	<u>\$ 2,382,146</u>	<u>\$ (9,766,889)</u>
Cash flow from capital and related financing activities		
Payments for acquisition and construction of capital assets	\$ (176,169)	\$ (1,368,827)
Principal payments on revenue note	(1,335,000)	(2,389,000)
Refunding payments on revenue note	-	(13,401,000)
Principal payments on capital lease	(152,866)	(114,994)
Interest payments on revenue note	(495,097)	(640,471)
Proceeds from issuance of revenue notes	2,000,000	15,011,000
Proceeds from issuance of PPP loan payable	1,451,750	1,445,000
Proceeds from issuance of capital lease	<u>72,342</u>	<u>335,011</u>
Net cash provided (used) by capital and related financing activities	\$ 1,364,960	\$ (1,123,281)
Cash flow from non-capital financing activities		
Grant revenue	<u>635,195</u>	<u>739,478</u>
Cash flow from investing activities		
Interest earnings	<u>7,100</u>	<u>21,404</u>
Net increase (decrease) in cash and cash equivalents	4,389,401	(10,129,288)
Cash and cash equivalents, beginning of year	<u>3,042,434</u>	<u>13,171,722</u>
Cash and cash equivalents, end of year	<u>\$ 7,431,835</u>	<u>\$ 3,042,434</u>
Reconciliation of operating income (loss) to net cash provided by operating activities		
Operating income (loss)	\$ 1,474,479	\$ (16,621,648)
Adjustments to reconcile operating income (loss) to net cash provided by operating activities		
Depreciation	3,828,508	4,070,374
Other non-operating revenues and cash expenses	212,574	71,722
Changes in assets, deferred outflows, liabilities and deferred inflows		
Assets: (increase) decrease		
Accounts receivable	(1,051,761)	2,689,019
Prepaid expenses	(455,662)	150,646
Deferred outflows of resources: (increase) decrease		
Pension plan deferments - MSRS	(2,429,564)	4,398,621
Other post-employment benefit deferments	(15,037)	42,144
Liabilities: increase (decrease)		
Accounts payable	4,609,693	(2,532,697)
Accrued salaries	18,373	(321,595)
Compensated absences	181,102	(116,924)
Unearned revenue	(2,322,113)	2,202,527
Other post-employment benefit liability	258,417	289,990
Net pension liability - MSRS	(2,617,436)	(304,380)
Deferred inflows of resources: increase (decrease)		
Pension plan deferments-MSRS	<u>690,573</u>	<u>(3,784,688)</u>
Total adjustments	\$ 907,667	\$ 6,854,759
Net cash provided (used) by operating activities	<u>\$ 2,382,146</u>	<u>\$ (9,766,889)</u>

Supplemental disclosure of non-cash transactions

For fiscal year 2021 and 2020, accounts payable included capitalized expenses of \$16,314 and \$69,067 respectively. For fiscal year 2021 and 2020, the Society received in-kind contributions totaling \$212,574 and \$71,722 respectively. For fiscal year 2021, the Society had noncash capital and related financing activity of \$1,459,727 related to a PPP loan that was forgiven by the Small Business Administration. The Society also had \$41,517 of a capital lease forgiven in 2021.

The accompanying notes are an integral part of the financial statements.

■ FOOTNOTES

NOTE 1: SUMMARY OF ACCOUNTING POLICIES

The Minnesota State Agricultural Society (dba Minnesota State Fair) is charged with the conduct of the annual State Fair and the management of the State Fairgrounds, as outlined by Chapter 37 of Minnesota Statutes. The financial activities of the Society are accounted for as an enterprise fund which operates in a manner similar to a private business enterprise. Accordingly, the accompanying financial statements are presented using the economic resources measurement focus and the accrual basis of accounting. The Society's accounting practices conform to generally accepted accounting principles as prescribed by the Governmental Accounting Standards Board (GASB). Revenues are recorded when earned and expenses recorded when a liability is incurred, regardless of the time of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

This report includes the Minnesota State Fair Foundation financial statements. Although a legally separate organization, the Foundation is considered a component unit of the Society given its resources entirely, or almost entirely benefit the Society, the Society is entitled to these resources, and the resources are significant to the Society's operations. The Foundation is presented as a discretely presented component unit in these financial statements.

The Foundation is a private nonprofit organization that reports under Financial Accounting Standards Board standards. As such, certain revenue recognition criteria and presentation features are different from GASB revenue recognition criteria and presentation features. No modifications have been made to the Foundation's information in the Society's financial reporting entity for these differences.

Enterprise funds distinguish operating from non-operating items. Operating revenues and expenses result from providing services or producing and delivering goods in connection with the enterprise fund's principal operations. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses and the depreciation of capital assets. All other revenues and expenses are reported as non-operating items.

For purposes of the Statement of Cash Flows, the Society considers all highly liquid debt instruments with an original maturity from the time of purchase by the Society of three months or less to be cash equivalents.

When necessary, the Society utilizes an allowance for uncollectible accounts to value its receivables. However, the Society considers all of its receivables to be collectible.

Certain payments to vendors reflect cost applicable to future accounting periods and are recorded as prepaid expenses in the Society's proprietary funds. Prepaid expenses are reported using the consumption method and recorded as an expense at the time of consumption.

Costs of newly acquired assets are capitalized at historical cost and written off as depreciation charges over their estimated useful lives. Costs of improvements and renovations that add to the original value or materially extend the useful life to the related asset are capitalized and written off as depreciable over their estimated useful life. Purchases over \$5,000 with an estimated useful life exceeding one year are capitalized. Donated assets are recorded as capital assets at their estimated acquisition value at the date of donation. Depreciation is computed by the straight-line method. Land and construction in progress are not depreciated. The provision for depreciation is calculated based on the following lives:

Land improvements:

Fence & fixtures	20 years
Land improvements.....	20 to 30 years
Structures	20 to 50 years

Utility systems:

Electrical system.....	30 years
Gas distribution system.....	30 years
Sewer system.....	20 years
Water distribution system.....	20 to 50 years

Personal property 5 to 10 years

In addition to assets, Statements of Net Position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element represents a consumption of net position that applies to future periods and so will not be recognized as an outflow of resources (expense) until that time. The Society has two items that qualify for reporting in this category. The first item is the deferred charge on refunding of debt. A deferred charge on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. The amount is deferred and amortized over the shorter of the life of the refunded or refunding debt. The second item, deferred outflows of resources related to pensions and other post employment benefit plans, is reported in the Statement of Net Position. This deferred outflow results from differences between expected and actual experience, changes of assumptions, the difference between projected and actual earnings on pension plan investments, changes in proportion and from contributions to the plan subsequent to the measurement date and before the end of the reporting period. These amounts are deferred and amortized as required under pension and other post employment benefit standards.

In addition to liabilities, Statements of Net Position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element represents an acquisition of net position that applies to future periods and so will not be recognized as an inflow of resources (revenue) until that time. The Society has one item which qualifies for reporting in this category. Deferred inflows of resources related to pensions is reported in the Statement of Net Position. This deferred inflow results from differences between expected and actual experience, changes of assumptions, the difference between projected and actual earnings on pension plan investments and changes in proportion. These amounts are deferred and amortized as required under pension standards.

Compensated absences consist of employee vacation and sick leave benefits. These benefits are determined based on a formula with a maximum number of hours accumulated and are payable upon death, termination, or retirement. All compensated absences expected to be paid on termination of employment are accrued when incurred.

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Minnesota State Retirement System (MSRS) and additions to/ deductions from MSRS' fiduciary net position have been determined on the same basis as they are reported by MSRS, except that MSRS' fiscal year end is June 30. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect amounts reported in the financial statements during the reporting period. Actual results could differ from those estimates.

The Society is exposed to various risks of loss related to the theft of, damage to, and destruction of assets; errors and omissions; natural disasters; and workers compensation for which the Society carries insurance. Settled claims have not exceeded coverage in any of the past

three fiscal years. There were no significant reductions in the Society's insurance coverage in fiscal year 2021.

Equity is classified as net position and is presented in three components:

1. Net investment in capital assets - consists of capital assets, net of accumulated depreciation and any outstanding debt that is attributable to the purchase, construction or improvement of those assets.
2. Restricted net position - consists of net position (funds) that are reported separately due to restrictions in place required by debt obligations or enabling legislation that mandate how these funds are applied by the Society. These assets are for debt service payments and capital improvements.
3. Unrestricted net position - consists of all other assets that do not meet the criteria of restricted or net investment in capital assets.

When both restricted and unrestricted resources are available for use, it is the Society's policy to use restricted resources first, then unrestricted resources as they are needed.

The Statement of Net Position and Statement of Revenue, Expenses and Changes in Net Position include prior year partial comparative information in total but not at the level of detail required for a presentation in conformity with accounting principles generally accepted in the United State of America. Accordingly, such information should be read in conjunction with the Society's financial statements for the year ended October 31, 2020 from which the summarized information was derived. Also, certain amounts presented in the prior year have been reclassified in order to be consistent with the current year's presentation.

NOTE 2: CASH & CASH EQUIVALENTS

The Society's cash balance is invested in deposit accounts in accordance with Minnesota Statute 37. Minnesota State Statute Section 118A.03 requires that deposits by municipalities, including public corporations, be secured by depository insurance, or a combination of depository insurance and collateral security. The statute further requires that total collateral computed at its fair market value be at least 10 percent more than the amount on deposit in excess of any uninsured portion at the close of the business day. On October 31, 2021, the Society had a bank balance of \$9,019,972. After adjusting the bank balance for outstanding checks, deposits in transit, and other reconciling items, the carrying value of deposits totaled \$7,431,835. At October 31, 2021, the Society had \$350,356 in deposits that were not collateralized in accordance with State Statutes.

Cash and Cash Equivalents of the Minnesota State Agricultural Society for the year ended October 31, 2021 were:

Cash equivalents - restricted	
Building account	\$ 452
Debt service account	<u>1,501,595</u>
Total restricted cash equivalents	1,502,047
Cash equivalents - unrestricted	<u>5,929,788</u>
Total cash equivalents	<u>\$ 7,431,835</u>

Restricted cash equivalents represent funds restricted in application by revenue note covenant requirements.

NOTE 3: PROPERTY, STRUCTURES, UTILITIES & EQUIPMENT

	Beginning Balance 11/01/20	Increases	Decreases	Ending Balance 10/31/21
Capital assets, not being depreciated:				
Land	\$ 2,799,432	\$ -	\$ -	\$ 2,799,432

Construction in progress	<u>379,201</u>	<u>48,774</u>	<u>(66,981)</u>	<u>360,994</u>
Total capital assets, not being depreciated	3,178,633	48,774	(66,981)	3,160,426
Capital assets, being depreciated:				
Land improvements	132,167,802	2,300	-	132,170,102
Utility systems	17,637,592	-	-	17,637,592
Personal property	<u>3,213,614</u>	<u>139,232</u>	<u>(80,849)</u>	<u>3,272,088</u>
Total capital assets, being depreciated	153,019,008	141,623	(80,849)	153,079,782
Less accumulated depreciation for:				
Land improvements	(60,647,359)	(3,120,679)	-	(63,768,038)
Utility systems	(9,795,689)	(422,880)	-	(10,218,569)
Personal property	<u>(2,507,200)</u>	<u>(284,949)</u>	<u>32,340</u>	<u>(2,759,809)</u>
Total accumulated depreciation	<u>(72,950,248)</u>	<u>(3,828,508)</u>	<u>32,340</u>	<u>(76,746,416)</u>
Total capital assets, being depreciated, net	<u>80,068,760</u>	<u>(3,686,885)</u>	<u>(48,509)</u>	<u>76,333,366</u>
Total capital assets, net	<u>\$ 83,247,393</u>	<u>\$ (3,638,111)</u>	<u>\$ (115,490)</u>	<u>\$ 79,493,792</u>

NOTE 4: LONG-TERM LIABILITIES

	Balance 11/01/20	Additions	Deletions	Balance 10/31/21	Due Within One Year
Refunding revenue note series 2012	\$ 1,490,000	\$ -	\$ (735,000)	\$ 755,000	\$ 755,000
Refunding revenue note series 2020A	9,402,000	-	-	9,402,000	-
Refunding revenue note series 2020B	5,609,000	-	(600,000)	5,009,000	738,000
Draw down revenue note series 2020C	-	2,000,000	-	2,000,000	300,000
PPP loan payable	1,445,000	1,451,750	(1,445,000)	1,451,750	-
Capital lease	<u>495,053</u>	<u>72,342</u>	<u>(194,383)</u>	<u>373,012</u>	<u>132,641</u>
Total long-term liabilities	<u>\$18,441,053</u>	<u>\$ 3,524,092</u>	<u>\$ (2,974,383)</u>	<u>\$ 18,990,762</u>	<u>\$ 1,925,641</u>

The Refunding Revenue Note Series 2012 was issued to finance the retirement (refunding) of prior bond issues. The Note is a special, limited liability obligation of the Society and is not secured by the full faith and credit of the Society. The note is payable solely from the revenues of the State Fair. Operating revenues for the year ended October 31, 2021 were \$45,426,832 which exceeds the amount required for payment of principal and interest in 2022. The interest rate is 2.53% and matures September 15, 2022.

Annual debt service requirements to maturity for the State Fair Revenue Refunding Note, Series 2012 is as follows:

	Principal	Interest
2022	\$ 755,000	\$ 19,102

The Refunding Revenue Note Series 2020A and 2020B was issued to finance the retirement (refunding) of prior bond issues. These notes are special, limited liability obligations of the Society and are not secured by the full faith and credit of the Society. The notes are payable solely from the revenues of the State Fair. Operating revenues for the year ended October 31, 2021 were \$45,426,832 which exceeds the amount required for payment of principal and interest in 2022. The Series 2020A refunding revenue note principal amount at original issue was \$9,402,000 with an interest rate of 2.85% and matures September 15, 2032. The Series 2020B refunding revenue note principal amount at original issue was \$5,609,000 with an interest rate of 2.75% and matures September 15, 2026.

Annual debt service requirements to maturity for the State Fair Refunding Revenue Note, Series 2020A is as follows:

	Principal	Interest
2022	\$ -	\$ 267,957
2023	-	267,957
2024	-	267,957
2025	-	267,957
2026	100,000	267,957
2027	1,459,000	265,107
2028	1,501,000	223,526
2029	1,543,000	180,747
2030	1,587,000	136,772
2031	1,633,000	91,542
2032	<u>1,579,000</u>	<u>45,001</u>
	<u>\$ 9,402,000</u>	<u>\$ 2,282,480</u>

Annual debt service requirements to maturity for the State Fair Refunding Revenue Note, Series 2020B is as follows:

	Principal	Interest
2022	\$ 738,000	\$ 137,748
2023	1,072,000	117,453
2024	1,102,000	87,972
2025	1,042,000	57,667
2026	<u>1,055,000</u>	<u>29,012</u>
	<u>\$ 5,009,000</u>	<u>\$ 429,852</u>

The Draw-Down Revenue Note, Series 2020C was obtained for financing of fair operations. The Note is a special, limited liability obligation of the Society and is not secured by the full faith and credit of the Society. The note is payable solely from the revenues of the State Fair. Operating revenues for the year ended October 31, 2021 were \$45,426,832 which exceeds the amount required for payment of principal and interest in 2022. The interest rate is 3.5% and matures September 15, 2025.

Annual debt service requirements to maturity for the State Fair Draw Down Revenue Note, Series 2020C is as follows:

	Principal	Interest
2022	\$ 300,000	\$ 70,000
2023	300,000	59,500
2024	600,000	49,000
2025	<u>800,000</u>	<u>28,000</u>
	<u>\$ 2,000,000</u>	<u>\$ 206,500</u>

Upon the occurrence of any event of default specified in the Society's revenue note resolutions, the certificate holders may declare the future debt payments due and payable immediately. The Society shall make available for inspection the books of records and accounts and all other records relating to the State Fairgrounds for the use of certificate holders, agents and their attorneys. During the continuance of an event of default, the Society shall allocate all money, securities, funds and revenues in the following order: expense of fiduciaries, operating expenses, principal or redemption price, and interest and subordinated indebtedness.

In March 2021, the Society obtained a Paycheck Protection Program (PPP) loan totaling \$1,451,750 for cash flow purposes from a local bank. This loan may be forgiven under the provisions of the PPP. Any unforgiven portion must be repaid under the terms of the loan agreement, which bears an annual interest rate of 1.0 percent. No payments are due for 10 months from the disbursement of this loan. Interest will continue to accrue during the deferment period commencing 11 months from the date of this note, unless fully forgiven prior thereto, the Society shall pay monthly principal and interest payments, each in an amount that would fully amortize the unpaid principal balance of this note over the then remaining term of this note.

The monthly installment shall be due and payable on the same day of each subsequent calendar month. All remaining amounts shall be fully due and payable on the maturity date. Interest expense for the current year was \$0. If the Society defaults on this loan, the lender can require immediate payment of the outstanding loan principal.

In May 2020, the Society obtained a PPP loan totaling \$1,445,000 for cash flow purposes, from a local bank. This loan was forgiven in the current fiscal year by the Small Business Administration who repaid the loan to the lending bank on the Society's behalf. The Small Business Administration also remitted to the lending bank \$14,727 in interest payments.

Capital leases:

The Society entered into an interest free capital lease agreement to finance the acquisition of a multi-media printer for the sign shop. The total financed through this capital lease was \$173,047, with a maturity in April 2022. As of October 31, 2021, this asset had a capitalized value of \$173,047 with accumulated depreciation of \$173,047. Depreciation expense for the year was \$34,609. Annual principal payments to maturity is as follows:

	Principal
2022	\$ 14,421

The Society entered into an interest free capital lease agreement to finance the acquisition of two wheeled loaders. The total financed through this capital lease was \$159,336, with a maturity in May 2023. As of October 31, 2021, this asset had a capitalized value of \$159,336 with accumulated depreciation of \$95,601. Depreciation expense for the year was \$31,867. Annual principal payments to maturity is as follows:

	Principal
2022	\$ 35,408
2023	<u>20,654</u>
	<u>\$ 56,062</u>

The Society entered into a capital lease agreement to finance the acquisition of three skid steers. The total financed through this capital lease was \$72,342 with an interest rate of 2.17% per annum and a maturity in January 2026. As of October 31, 2021, this asset had a capitalized value of \$72,342 with accumulated depreciation of \$10,595. Depreciation expense for the year was \$10,595. Annual principal payments to maturity is as follows:

	Principal	Interest
2022	\$ 15,810	\$ 1,158
2023	13,949	827
2024	13,511	535
2025	13,807	239
2026	<u>3,499</u>	<u>13</u>
	<u>\$ 60,576</u>	<u>\$ 2,772</u>

The Society entered into an interest free capital lease agreement to finance the acquisition of 12 copiers. The total financed through this capital lease was \$335,011, with a maturity in June 2025. As of October 31, 2021, this asset had a capitalized value of \$335,011 with accumulated depreciation of \$134,004. Depreciation expense for the year was \$67,002. Annual principal payments to maturity is as follows:

	Principal
2022	\$ 67,002
2023	67,002
2024	67,002
2025	<u>40,947</u>
	<u>\$ 241,953</u>

If an event of default occurs on capital leases, the Society will be required to return the equipment and pay an amount equal to the sum of any

accrued and unpaid rent plus the present value of the total monthly rent for the remaining lease term.

Compensated Absences:

	Balance 11/01/20	Additions	Retirements	Balance 10/31/21	Due within one year
Severance benefits payable	\$ 341,789	\$ 125,318	\$ (11,581)	\$ 455,526	\$ 95,721
Vacation benefits payable	<u>429,837</u>	<u>483,368</u>	<u>(416,003)</u>	<u>497,202</u>	<u>447,828</u>
	<u>\$ 71,626</u>	<u>\$ 608,686</u>	<u>\$ (427,584)</u>	<u>\$ 952,728</u>	<u>\$ 543,549</u>

NOTE 5: SHORT-TERM OBLIGATIONS

During fiscal year 2021, the Society renewed a working capital line of credit in the amount of \$1.5 million, with a maturity date of June 30, 2022, for possible short-term financing of fair operations. The interest rate is the prime interest rate, with a minimum rate of 3.5 percent. No short-term financing was necessary in fiscal 2021.

NOTE 6: RETIREMENT PENSION PLAN

Plan Description

The State Employees Retirement Fund (SERF) is administered by the Minnesota State Retirement System (MSRS), and is established and administered in accordance with Minnesota Statutes, Chapters 352 and 356. SERF includes the General Employees Retirement Plan (General Plan), a multiple-employer, cost-sharing defined benefit plan, and three single-employer defined benefit plans: the Military Affairs Plan, the Transportation Pilots Plan, and the Fire Marshal's Plan. Only certain employees of the Department of Military Affairs, the Department of Transportation and the State Fire Marshal's Division are eligible to be members of those plans, but all state of Minnesota employees who are not members of another plan are covered by the General Plan. The Transportation Pilots Plan has been closed to new entrants since July 1, 2008.

MSRS issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained at www.msrs.state.mn.us/financial-information; or by writing to MSRS at 60 Empire Drive, #300, St. Paul, Minnesota, 55103; or by calling 651-296-2761 or 1-800-657-5757.

Benefits Provided

MSRS provides retirement, disability and death benefits through the State Employees Retirement Fund. Benefit provisions are established by state statute and can only be modified by the state legislature. Benefits are based on a member's age, years and months of service, and the highest average salary for any sixty successive months of available service at termination of service. Benefit increases are provided to benefit recipients each January, and are related to the funded ratio of the plan. Benefit recipients receive annual 1.0 percent benefit increases. Annual benefit increases will change to 1.5 percent per year beginning January 1, 2024. Retirees who have been receiving a benefit for at least 12 full months as of June 30 of the calendar year immediately before the post-retirement benefit increase adjustment will receive the full increase. Members receiving benefits for at least one month, but less than 12 full months, will receive a pro rata increase.

Retirement benefits can be computed using one of two methods: the Step formula and the Level formula. Members hired before July 1, 1989, may use the Step or Level formula, whichever is greater. Members hired on or after July 1, 1989, must use the Level formula. Each formula converts years and months of service to a certain percentage. Under the Step formula, members receive 1.2 percent of the high-five average salary for each of the first 10 years of allowable service, plus 1.7 percent

for each year thereafter. It also includes full benefits under the Rule of 90 (age plus years of service equals 90). In contrast, the Level formula does not include the Rule of 90. Under the Level formula, members receive 1.7 percent of the high-five average salary for all years of allowable service, and full benefits are available at normal retirement age.

Contributions

Minnesota Statutes Chapter 352 sets the rates for employer and employee contributions. Eligible General Plan members and participating employers were required to contribute 6.0 percent and 6.25 percent, respectively. The Society's contribution to the General Plan for the fiscal year ending October 31, 2021 was \$388,374. These contributions were equal to the contractually required contributions for each year as set by state statute.

Actuarial Assumptions

The Society's net pension liability was measured as of June 30, 2021, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The total pension liability was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.25 percent per year
Active Member Payroll Growth	3.00 percent per year
Investment Rate of Return	6.50 percent

Changes in actuarial assumptions:

- The single discount rate was changed from 7.5 percent to 6.5 percent.

Salary increases were based on a service-related table. Mortality rates for active members, retirees, survivors and disabilitants were based on Pub-2010 mortality tables using projection scale MP-2018 generational mortality tables for males or females, as appropriate, with adjustments to match fund experience. Benefit increases for retirees were established in state statutes and no assumptions are required.

Actuarial assumptions used in the June 30, 2021 valuation were based on the last experience study, dated June 30, 2019, a review of inflation and investment return assumptions dated September 11, 2017, and a recent asset liability study obtained by the State Board of Investment (SBI).

The long-term expected rate of return on pension plan investments is 6.5 percent. During fiscal year 2016, the SBI hired an outside consultant to perform a thorough asset and liability study. Based on the study, the SBI staff proposed an update to the asset allocation, which yields a lower nominal expected return. As a result of this study, and keeping in mind the national trend toward lower investment rate assumptions, the MSRS Board of Directors approved the use of a 6.50 percent long-term expected rate of return assumption for the fiscal year 2021 actuarial valuations.

The SBI, which manages the investments of MSRS, prepares an analysis of the reasonableness of the long-term expected rate of return on a regular basis using a building-block method. Best estimates of expected future real rates of return are developed for each major asset class. These asset class estimates and target allocations are combined to produce a geometric, expected long-term rate of return as summarized in the following table:

Asset class	Target allocation	SBI's long-term expected real rate of return (geometric mean)
Domestic equity	33.5%	5.10%
International equity	16.5%	5.30%
Fixed income	25.0%	0.75%
Private markets	25.0%	5.90%

All MSRS defined benefit funds use a long-term expected rate of return assumption of 6.50 percent, and a municipal bond rate of 1.92 percent,

as published by the Fidelity Index in June 2021. The projection of cash flows used to determine the single discount rates assumes that plan member and employer contributions will be made at the current statutory contribution rates. For the State Employees Fund, the fiduciary net position was projected to be available to make all future benefit payments of current plan members through fiscal year 2121. Therefore, the discount rate is the long-term expected rate of return on pension plan investments, which was applied to all periods of projected benefit payments to determine the total pension liability. The discount rate used to measure the total pension liability was 6.5 percent, a reduction of one percent from the single discount rate that was used in fiscal year 2020.

Net Pension Liability

At October 31, 2021, the Society reported a liability of \$145,119 for its proportionate share of MSRS' net pension liability. The net pension liability was measured as of June 30, 2021, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The Society's proportion of the net pension liability was based on the Society's contributions received by MSRS during the measurement period July 1, 2020, through June 30, 2021, relative to the total employer contributions received from all of MSRS' participating employers. At June 30, 2021, the Society's proportion was 0.178 percent.

Pension Liability Sensitivity

The following represents the Society's proportionate share of the net pension liability calculated using the discount rate disclosed in the discount rate section above, as well as what the proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower or 1 percentage point higher than the current discount rate:

	1% decrease in discount rate (5.5%)	Discount rate (6.5%)	1% increase in discount rate (7.5%)
Society's proportionate share of the net pension liability	\$4,185,223	\$145,119	(\$3,192,697)

Pension Plan Fiduciary Net Position

Detailed information about the pension plan's fiduciary net position is available in the MSRS Comprehensive Annual Financial Report, available on the MSRS website (www.msrs.state.mn.us/financial-information).

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

For the year ended October 31, 2021, the Society recognized pension expense of \$(3,999,674). At October 31, 2021, the Society reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred outflows of resources	Deferred inflows of resources
Differences between expected and actual experience	\$ 35,916	\$ 16,757
Changes of assumptions	\$ 2,670,255	\$ 1,999,262
Net difference between projected and actual earnings on investments	\$ 0	\$ 4,013,353
Changes in proportion and differences between actual contributions and proportionate share of contributions	\$ 113,437	\$ 1,280,920
Contributions paid to MSRS subsequent to the measurement date	\$ 152,119	-
Total	\$ 2,971,727	\$ 7,310,292

Amounts reported as deferred outflows of resources related to pensions resulting from Society contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended October 31, 2022. Other amounts reported

as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

Year ended October 31	Pension expense amount
2022	(\$2,341,496)
2023	(\$697,587)
2024	(\$773,173)
2025	(\$678,428)

Deferred Compensation

All Society employees are eligible to participate in the Minnesota Deferred Compensation Plan for public employees. Deferred compensation is a voluntary plan that allows employees to place a portion of their earnings into a tax deferred investment program for long-term savings to supplement retirement and other benefits. The deferred compensation plan is administered by the Minnesota State Retirement System.

NOTE 7: OTHER POST-EMPLOYMENT BENEFIT LIABILITY

Plan Description

The Society provides retirees, who meet certain defined requirements, payments for a portion of medical insurance premiums until they reach the age of 65. This type of benefit is classified as an Other Post Employment Benefit (OPEB), a single-employer defined benefit plan administered by the Society. The plan does not issue a publicly available financial report.

All retirees of the Society upon retirement have the option under state law to continue their medical insurance coverage through the Society. For certain employees, the Society pays a portion of the premium. Employee eligibility for this benefit is the earlier of age 60 and 20 years of service or the Rule of 90 (only employees hired before July 1, 1989 are eligible for the Rule of 90). Retirees not eligible for this Society paid premium benefits must pay the full Society premium rate for their coverage.

The Society is legally required to include any retirees for whom it provides health insurance coverage in the same insurance pool as its active employees until the retiree reaches Medicare eligibility, whether the premiums are paid by the Society or the retiree. Consequently, participating retirees are considered to receive a secondary benefit known as the "implicit rate subsidy". This benefit is related to the assumption that the retiree is receiving a more favorable premium rate than they would otherwise be able to obtain if purchasing insurance on their own, due to being included in the same pool with the Society's younger and statistically healthier active employees..

Funding Policy

The required contribution is based on projected pay-as-you-go financing requirements. The Society has not established a trust fund to finance these OPEB benefits.

Membership

Membership in the plan consisted of the following as of the latest actuarial valuation:

Active employees electing coverage	77
Active employees waiving coverage	5
Retirees electing coverage	<u>3</u>
Total members	<u>85</u>

Actuarial Methods and Assumptions

The total OPEB liability was determined by an actuarial study with a valuation date as of October 31, 2019 and a measurement date as

of October 31, 2020, using the alternative measurement method, using the following actuarial assumptions, applied to all periods in the measurement, unless otherwise specified:

Discount rate	2.46%
20-year municipal bonds	2.46%
Inflation rate	2.50%
Medical trend rate	6.40%
	grading to 4.0% through 2076

Mortality rates were based on the RP-2014 mortality tables with projected mortality improvements based on scale MP-2015, and other adjustments.

Discount Rate

The discount rate used to measure the total OPEB liability was 2.46 percent. The projection of cash flows used to determine the discount rate was determined by estimating the long-term investment yield on the employer funds that will be used to pay benefits as they come due. The Society discount rate used on the prior measurement date was 2.89 percent.

Changes in the Total OPEB Liability

	Total OPEB liability
Beginning balance	\$ 2,861,472
Changes for the year	
Service cost	217,519
Interest	87,089
Differences between expected and actual experience	(25,984)
Changes of assumptions	110,872
Benefit payments	\$ (131,079)
Total net changes	258,417
Ending Balance	\$ 3,119,889

Assumption changes since the prior measurement date include the following:

- The discount rate was changed from 2.89 percent to 2.46 percent based on updated 20-year municipal bond rates.

Total OPEB Liability Sensitivity to Discount and Healthcare Cost Trend Rate Changes

The following presents the total OPEB liability of the Society, as well as what the Society's total OPEB liability would be if it were calculated using a discount rate that is 1 percentage point lower or 1 percentage point higher than the current discount rate:

	1% decrease in discount rate	Discount rate	1% increase in discount rate
OPEB discount rate	1.46%	2.46%	3.46%
Total OPEB liability	\$3,392,261	\$3,119,889	\$2,867,858

The following presents the total OPEB liability of the Society, as well as what the Society's total OPEB liability would be if it were calculated using healthcare cost trend rates that are 1 percentage point lower or 1 percentage point higher than the current healthcare cost trend rates:

	1% decrease in healthcare trend rates	Healthcare trend rates	1% increase in healthcare trend rates
Medical trend rate	5.4% decreasing to 3.0% through 2076	6.4% decreasing to 4.0% through 2076	7.4% decreasing to 5.0% through 2076
Total OPEB Liability	\$2,737,723	\$3,119,889	\$3,577,807

OPEB Expense and Related Deferred Outflows and Deferred Inflows of Resources

The Society recognized OPEB expense of \$389,496 in the current year, and at year-end reported the following deferred outflows and inflows of resources related to OPEB from the following sources:

	Deferred outflows of resources	Deferred inflows of resources
Society's contributions subsequent to the measurement date	\$ 144,362	\$ -

NOTE 8: DISAGGREGATION OF RECEIVABLE & PAYABLE BALANCES

Receivables: Accounts receivable balances for the year ended October 31, 2021 were:

Activities	\$ 1,552,721
Other	142,499
Tickets	1,656
Total receivables	\$ 1,696,876

Payables: Accounts payable balances for the year ended October 31, 2021 were:

Administration	\$ 129,673
Activities	4,203,889
Plant operations	688,554
Capitalized	16,314
Other	605,668
Total payables	\$ 5,644,098

NOTE 9: FOUNDATION

The Minnesota State Fair Foundation is a supporting organization of the Minnesota State Agricultural Society and is a not-for-profit corporation exempt from taxes under Section 501(c)(3) of the Internal Revenue Code and applicable Minnesota regulations. The Foundation was established in June 2002 following passage of enabling legislation signed into law by the governor, and governed by a board of directors. The Foundation's mission is to secure and provide funding and gifts-in-kind all of a nature acceptable to the Society to be used for the preservation, restoration and improvement of the Minnesota State Fairgrounds, and to support the Society's educational, agricultural and scientific programs. The Foundation is supported primarily from public and private contributions, merchandise sales, in-kind contributions and volunteer time. Foundation financial statements can be obtained by writing to: Minnesota State Fair Foundation, 1265 Snelling Avenue North, St. Paul, Minnesota 55108.

The following are significant notes to the Minnesota State Fair Foundation financial statements:

Financial Statement Presentation

Net assets, revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Foundation and changes therein are classified and reported as follows:

Without Donor Restrictions - Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. Designated amounts represent those revenues that the board of directors (board) has set aside for a particular purpose.

With Donor Restrictions - Net assets subject to donor (or certain grantor) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in

nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Contributions Receivable

Pledges to give that are expected to be collected within one year are recorded at their net realizable value. Pledges that are expected to be collected in future years are recorded at the present value of the amounts expected to be collected. The discounts on those amounts are computed using an imputed interest rate applicable to the year in which the pledge is received. Amortization of the discount is included in contribution revenue. An allowance for doubtful contributions receivable of \$10,000 was recorded as of October 31, 2021.

Contributions receivable at October 31, 2021 represent the present value of receivables due. Present value is determined using discount rates ranging from 1.18% to 2.98%. The expected collection periods of the contributions receivable at October 31, 2021 are as follows:

<u>Year ending October 31</u>	<u>Amount</u>
2022	\$ 181,050
2023	91,000
2024	75,000
2025	64,000
2026	<u>5,000</u>
Total	\$416,050
Less: unamortized discount	7,964
Less: allowance for doubtful pledges	<u>10,000</u>
Total	<u>\$398,086</u>

Revenue Recognition

Contributions and support from the Minnesota State Agricultural Society, including unconditional promises to give, are recognized as without donor restricted or with donor restricted support, depending on the existence and/or nature of any donor restrictions.

All donor-restricted support is reported as an increase in net assets with donor restrictions, depending on the nature of the restriction. When a restriction expires (i.e., when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities and changes in net assets as net assets released from restrictions.

Unconditional contribution pledges are recognized as revenues or gains in the period received and as assets, decreases in liabilities, or expenses depending on the form of the benefits received. Conditional contributions are recognized when the conditions on which they depend are substantially met. Gifts and bequests are recognized when it has been determined that there is a legal right to the gift or bequest and the actual amount to be received has been determined.

Donated Services

Employees of the Society have made significant contributions of their time to the Foundation's activities. These uncompensated services are included in the agreement between the Society and the Foundation. Additionally, volunteers have donated time to the Foundation in various capacities. For the year ended October 31, 2021, volunteer hours were 2,510. No amounts have been reflected in the statement for donated services, since the services do not meet established criteria for recognition. These criteria require that the donated services create or enhance the nonfinancial assets, require specialized skills which would be purchased if not donated, and have an objective basis for measurement.

Fair Value Measurements

The Foundation has categorized its financial instruments based on the priority of the inputs of the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

If the inputs used to measure the financial instrument fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value of the instrument. Financial assets recorded on the statement of financial position are categorized based on the inputs to the valuation techniques as follows:

Level 1 - Financial assets and liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that the Foundation has the ability to access (examples include active exchange-traded equity securities, listed derivatives, and most U.S. Government and agency securities).

Level 2 - Financial assets and liabilities whose values are based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability.

Level 3 - Financial assets and liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs reflect management's own assumptions about the assumptions a market participant would use in pricing the asset or liability (examples include certain private equity investments).

Income Taxes

The Foundation is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and applicable Minnesota regulations.

The Foundation follows the accounting standard for uncertainty in income taxes recognized in an entity's financial statements. This standard clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements and prescribes a recognition threshold for the financial statement recognition of tax positions taken, or expected to be taken, on a tax return that are not certain to be realized. This standard had no impact on the Foundation's financial statements. The Foundation's tax returns are subject to review and examination by federal authorities.

Investments

The Foundation's investments are comprised of mutual funds. Investments are stated at fair value. Realized and unrealized gains and losses are reflected in the statement of activities and changes in net assets. Investment securities are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the volatility of the market with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the future statement of activities and changes in net assets.

Merchandise Inventory

The Foundation maintains inventories of merchandise held for resale, which are recorded at the lower of cost or net realizable value. Contributions of inventory are recorded at fair value. Inventories are expensed in the statement of activities and changes in net assets as they are sold.

Property and Equipment

Property and equipment are recorded at cost, if purchased, and at fair value, if donated. The Foundation depreciates property and equipment over their estimated useful lives (3 to 10 years) by the straight-line method of depreciation.

NOTE 10: RELATED PARTY TRANSACTIONS

In accordance with an agreement between the Foundation and the Society, the Society has provided the following:

- Full use and occupancy of a fairground building rent-free, including equipment usage and computer services.
- Payroll and limited staff support services.

At October 31, 2021, the Foundation had outstanding payables due to the Society for payroll and other compensation-related expenses in the amount of \$60,995, as well as two outstanding grants totaling \$62,559 due. The Society contributed payroll expenses to the Foundation of \$128,216 during fiscal 2021.

Grants to the Minnesota State Agricultural Society

During the year ended October 31, 2021, the Foundation granted \$183,197 towards improvements to the Swine Barn; Coliseum improvements valued at \$113,301; Creative Activities improvements valued at \$82,564; fair-time educational enrichment and artistic experiences valued at \$104,005; scholarships valued at \$20,000; environmental applications valued at \$125,641; recognition pavers and benches valued at \$185,263, and various other miscellaneous gifts valued at \$33,798, for a grant total of \$847,769 during fiscal 2021.

NOTE 11: CONTINGENCIES

The Society has the usual and customary legal claims pending at year-end. Although the outcomes of these lawsuits are not presently determinable, the Society believes that the resolution of these matters will not have a material adverse effect on its financial position.

NOTE 12: COVID-19 IMPACT

The COVID-19 pandemic has caused numerous financial and operational challenges for the Society in fiscal 2021 and is expected to have an impact for fiscal 2022, possibly beyond. Any potential effects it may have on the Society's future operations and financial condition cannot be determined at this time and have not been reflected in these financial statements. Although the current external economic conditions are challenging and the Fair Industry has been greatly impacted, the Society's continued growth and solid financial condition place the Society in a strong position to meet future challenges.

NOTE 13: SUBSEQUENT EVENTS

In April 2022, the Society replaced the \$1.5 million working capital line of credit with a \$3 million revolving line of credit. The interest rate is the prime interest rate plus .25 percentage points, with a minimum rate of 3.5 percent. The maturity date is July 31, 2023.

In January and February of 2022, the Society borrowed a total of \$1,000,000 from the working capital line of credit for cash flow purposes.

In December 2021, the Society's remaining liability of \$14,421 for the multi-media printer capital lease used in the sign shop was forgiven.

REQUIRED SUPPLEMENTARY INFORMATION**Defined Benefit Pension Plans**

Schedule of Society's Proportionate Share of Net Pension Liability – State Employees Retirement Fund

Minnesota State Retirement System:

	2021	2020	2019	2018	2017	2016	2015
Society's proportion of the net pension liability	<u>0.1780%</u>	<u>0.2080%</u>	<u>0.2180%</u>	<u>0.2110%</u>	<u>0.2120%</u>	<u>0.2080%</u>	<u>0.2050%</u>
Society's proportionate share of the net pension liability	<u>\$ 145,119</u>	<u>\$ 2,762,555</u>	<u>\$ 3,066,935</u>	<u>\$ 2,924,002</u>	<u>\$ 15,725,964</u>	<u>\$ 25,789,681</u>	<u>\$ 3,155,757</u>
Society's covered payroll	<u>\$ 5,859,148</u>	<u>\$ 6,769,358</u>	<u>\$ 6,383,768</u>	<u>\$ 6,297,473</u>	<u>\$ 6,081,370</u>	<u>\$ 5,636,409</u>	<u>\$ 5,455,335</u>
Proportionate share of the net pension liability as a percentage of its covered payroll	<u>2.48%</u>	<u>40.81%</u>	<u>48.04%</u>	<u>46.43%</u>	<u>258.59%</u>	<u>457.56%</u>	<u>57.85%</u>
Plan fiduciary net position as a percentage of the total pension liability	<u>99.53%</u>	<u>91.25%</u>	<u>90.73%</u>	<u>90.56%</u>	<u>62.73%</u>	<u>47.51%</u>	<u>88.32%</u>

Defined Benefit Pension Plans

Schedule of Society Contributions – State Employees Retirement Fund

Minnesota State Retirement System:

	2021	2020	2019	2018	2017	2016	2015
Statutorily required contribution	\$ 388,374	\$ 393,577	\$ 402,455	\$ 354,822	\$ 330,738	\$ 318,863	\$ 301,287
Contributions in relation to the statutorily required contributions	<u>388,374</u>	<u>393,577</u>	<u>402,455</u>	<u>354,822</u>	<u>330,738</u>	<u>318,863</u>	<u>301,287</u>
Contribution deficiency (excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Society's covered payroll	<u>\$ 6,213,957</u>	<u>\$ 6,297,234</u>	<u>\$ 6,703,946</u>	<u>\$ 6,316,155</u>	<u>\$ 6,013,418</u>	<u>\$ 5,797,508</u>	<u>\$ 5,477,929</u>
Contributions as a percentage of covered payroll	<u>6.25%</u>	<u>6.25%</u>	<u>6.00%</u>	<u>5.62%</u>	<u>5.50%</u>	<u>5.50%</u>	<u>5.50%</u>

Note 1: The Society implemented GASB Statement No. 68 in fiscal 2015. This information is not available for previous fiscal years.**Note 2:** For both of these tables, the Society fiscal year-end date is October 31, and the MSRS fiscal year-end date (measurement date) is June 30.**Note 3:** 2016 changes in actuarial assumptions. Benefit increases for retirees was changed from 2.0 percent every January 1 through 2015 and 2.50 percent thereafter to 2.0 percent per year for all future years. The long-term expected rate of return was changed from 7.90 percent to 7.50 percent. The single discount rate was changed from 7.90 percent to 4.17 percent.**Note 4:** 2017 changes in actuarial assumptions. The single discount rate was changed from 4.17 percent to 5.42 percent.**Note 5:** 2018 changes in actuarial assumptions. The single discount rate was changed from 5.42 percent to 7.5 percent.

2018 changes to plan provisions. Effective July 1, 2018, the employer contributions increased from 5.5 percent to 5.875 percent and the member contributions increased from 5.5 percent to 5.75 percent. Post-retirement benefit increases were changed from a 2.0 to 2.5 percent per year increase based upon funded ratio, to a fixed rate of 1.0 percent for five years beginning January 1, 2019, and 1.5 percent per year thereafter.

Note 6: 2019 changes to plan provisions. Effective July 1, 2019, the employer contributions increased from 5.875 percent to 6.25 percent and member contributions increased from 5.75 percent to 6.0 percent. Post-retirement benefits will increase 1.0 percent annually until January 1, 2024, at which time they will increase to 1.5 percent.**Note 7:** 2020 changes in actuarial assumptions. The price inflation assumption was decreased from 2.50 percent to 2.25 percent. The payroll growth assumption was decreased from 3.25 percent to 3.00 percent. The base mortality table for healthy annuitants and employees was changed from the RP-2014 table to the Pub-2010 General Mortality table, with adjustments. The mortality improvement scale was changed from Scale MP-2015 to Scale MP-2018.**Note 7:** 2021 changes in actuarial assumptions. The single discount rate was changed from 7.5 percent to 6.5 percent.

REQUIRED SUPPLEMENTARY INFORMATION**Other Post-Employment Benefits Plan – Schedule of Changes in the Society's Total OPEB Liability and Related Ratios****Year Ended October 31, 2021**

	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>
Total OPEB liability				
Service cost	\$ 217,519	\$ 168,404	\$ 179,393	\$ 175,377
Interest	87,089	104,574	96,337	88,610
Differences between expected and actual experience	(25,984)	(51,078)	-	-
Changes of assumptions	110,872	248,836	(197,223)	(35,917)
Changes in benefit terms	-	(9,277)	-	-
Benefit payments	<u>(131,079)</u>	<u>(171,469)</u>	<u>(175,993)</u>	<u>(105,412)</u>
Net change in total OPEB liability	258,417	289,990	(97,486)	122,658
Total OPEB liability - beginning of year	<u>2,861,472</u>	<u>2,571,482</u>	<u>2,668,968</u>	<u>2,546,310</u>
Total OPEB liability - end of year	<u>\$ 3,119,889</u>	<u>\$ 2,861,472</u>	<u>\$ 2,571,482</u>	<u>\$ 2,668,968</u>
Covered payroll	<u>\$ 5,506,740</u>	<u>\$ 5,859,372</u>	<u>\$ 5,674,182</u>	<u>\$ 5,402,854</u>
Total OPEB liability as a percentage of covered payroll	56.7%	48.8%	45.3%	49.4%

Note 1: The Society implemented GASB Statement No. 75 in fiscal 2018. This information is not available for previous fiscal years.

Note 2: The Society has not established a trust fund to finance GASB Statement No. 75 related benefits.

Note 3: 2018 changes in actuarial assumptions. The discount rate was changed from 3.32 percent to 3.49 percent.

Note 4: 2019 changes in actuarial assumptions. The discount rate was changed from 3.49 percent to 3.94 percent.

Note 5: 2020 changes in actuarial assumptions. The discount rate was changed from 3.94 percent to 2.89 percent. Healthcare trend rates were reset to reflect updated cost increase expectations, including the repeal of the Affordable Care Act's Excise Tax on high-cost health insurance plans. Medical per capita claims costs were updated to reflect recent experience. Mortality rates were updated from the RP-2014 headcount-weighted tables to the rate used in the 2019 MSRS Actuarial Valuation. Salary increase rates were updated from the rates used in the 2017 MSRS Actuarial Valuation to the rates used in the 2019 MSRS Actuarial Valuation. The inflation assumption was changed from 2.75 percent to 2.50 percent.

Note 6: 2021 changes in actuarial assumptions. The discount rate was changed from 2.89 percent to 2.46 percent.

■ MINNESOTA STATE FAIR SUPPORTING SCHEDULE - REVENUES AND EXPENSES

For the years ended October 31

	2021	2020
OPERATING REVENUE		
Ticket sales:		
Carnival	\$ 7,382,119	\$ -
MSF attractions	152,076	-
Grandstand	3,521,891	(121,102)
Outside gate	14,923,975	609,829
Parking	1,282,068	-
Total ticket sales	\$ 27,262,129	\$ 488,727
Activities:		
Campground	\$ 131,775	\$ -
Carnival	145,314	-
Competition	405,438	7,303
Entertainment	62,305	-
Fine arts	53,435	31,687
Forage	130,120	99
4-H auction	998,353	93,440
Public safety	606	990
Sales	9,522,746	85,246
Ticket office	322,933	94,805
Total activities	\$ 11,773,025	\$ 313,570
Other:		
Beef Expo	\$ 143,599	\$ 1,625
Licensee utilities	277,979	-
Miscellaneous	48,018	267,285
MSF Events	1,016,454	-
Non-fair events	3,129,923	1,452,847
Sale of bulk milk	10,798	-
Sale of market animals	95,548	-
Sponsorships	1,166,550	67,250
Telephone	34,355	-
Utility assessments	468,454	-
Total other	\$ 6,391,678	\$ 1,789,007
Total operating revenue	\$ 45,426,832	\$ 2,591,304
OPERATING EXPENSES		
Administrative:		
Administrative services	\$ 410,454	\$ 372,520
Annual meeting	11,028	52,020
Audit services	44,380	53,605
Computer	471,924	415,415
Dues and subscriptions	10,943	21,776
Insurance	390,185	278,801
Legal services	104,492	171,402
Managerial services	375,859	379,492
Medical insurance	1,419,857	1,467,798
Paid leave	914,333	746,050
Postage and mailing service	60,497	30,635
Printing and supplies	52,534	15,896
Retirement fund	(3,999,674)	670,410
Social security	723,071	432,617
Telephone	343,339	175,043
Travel expense	5,362	62,133
Unemployment compensation	10,371	221,046
Workmans compensation	200,723	151,284
Total administrative	\$ 1,549,678	\$ 5,717,943

	2021	2020
Activities and Support:		
Admissions	\$ 200,908	\$ 4,266
Advertising	453,126	52,744
Achives	45,242	44,550
Bee culture	26,260	197
Beef Expo	95,068	9,256
Campground	58,333	4,683
Carnival	5,572,542	2,818
MSF attractions	63,939	-
Cattle	112,917	395
Christmas trees	6,731	25
Competition	786,867	445,978
Creative activities	111,855	1,349
Dairy products	1,589	40
Dog trial	3,589	27
Education programming	302,332	157,233
Farm crops	23,265	132
FFA	34,975	2,998
Finance	331,567	360,841
Fine arts	40,735	11,651
Flower and agriculture shows	61,358	2,917
Flowers	10,760	228
Forage	177,713	19,394
4-H club	225,269	55,585
Free entertainment	1,727,571	217,992
Fruit	13,577	140
Gate tickets	181,022	-
Goats - Boer	3,222	23
Goats - Dairy	5,574	30
Grandstand - concerts	5,353,874	125,885
Guest services	111,228	6,077
Heritage exhibits	6,545	123
Horse and rodeo	163,416	5,690
K-12 competition	29,932	416
Llamas	3,587	195
Marketing	315,056	325,161
Park & Ride	2,475,439	543
Parking	158,434	-
Poultry	18,296	49
Publications	464,802	410,919
Public safety	4,610,826	683,081
Sales	1,247,703	588,663
Sanitation	1,307,640	53,445
Senior citizens & recognition programs	3,768	333
Sheep	9,791	62
Swine	21,644	95
Ticket office	582,699	243,088
Ticket promotion	214,364	-
Trams	36,000	9,000
Transportation	43,807	-
Vegetables	9,607	135
Total activities and support	\$ 27,866,364	\$ 3,848,452
Premiums:		
Bee culture	\$ 2,671	\$ -
Beef Expo	26,030	1,000
Cattle	21,769	-
Christmas trees	75	-

	2021	2020
Creative activities	3,332	-
K-12 competition	710	-
Farm crops	1,768	-
Fine arts	17,000	15,650
Fine arts sales	53,435	31,612
Flowers	239	-
4-H auction	998,323	93,390
4-H club	35,000	-
Fruit	92	-
FFA	9,925	-
Goats - Boer	136	-
Goats - Dairy	2,541	-
Horse	101,515	-
Llama	449	-
Poultry	2,417	-
Rural youth scholarships	28,500	21,000
Sale of bulk milk	10,795	-
Sale of market animals	96,479	-
Sheep	8,834	-
Swine	14,855	-
Talent contest	26,175	-
Vegetables	1,107	-
Total premiums	\$ 1,464,172	\$ 162,652
Plant operations:		
Architectural and engineering	\$ 25,000	\$ 236,775
Fire and police service	374,919	106,513
Fuel, oil and gasoline	64,502	37,484
Greenhouse	221,426	133,918
Operations	1,741,062	1,192,216
Salaries and contract services	469,987	304,722
Set-up and take-down	1,647,584	235,557
Signs	139,472	100,487
Supplies	33,455	50,324
Utilities	1,075,493	816,470
Water and sewer	199,492	155,673
Total plant operations	\$ 5,992,392	\$ 3,370,139
Plant maintenance:		
Electric system	\$ 167,137	\$ 176,025
Fence and fixtures	3,020	-
Gas system	1,967	-
Land	207,319	53,813
Personal property	217,584	144,852
Sewer system	62,043	24,887
Streets and sidewalks	165,322	4,647
Structures	676,584	370,452
Vehicles	85,048	76,818
Water system	22,496	11,242
Total plant maintenance	\$ 1,608,520	\$ 862,736
Other:		
Miscellaneous	\$ 4,518	\$ 142,627
MSF events	104,060	-
Non-fair events	1,499,336	1,038,029
Veterinarian service	34,805	-
Total other	\$ 1,642,719	\$ 1,180,656

	2021	2020
Depreciation:		
Electric service	\$ 374,694	\$ 386,986
Fence and fixtures	116,996	117,679
Gas system	78	78
Land improvement	425,954	427,092
Personal property	284,949	318,649
Sewer system	27,399	53,574
Streets & sidewalks	114,405	114,405
Structures	2,463,324	2,630,088
Water system	20,709	21,823
Total depreciation	\$ 3,828,508	\$ 4,070,374
TOTAL OPERATING EXPENSES	\$ 43,952,353	\$ 19,212,952
Operating income (loss)	\$ 1,474,479	\$ (16,621,648)
NON-OPERATING REVENUE (EXPENSES)		
Investment income	\$ 7,100	\$ 21,404
Grant revenue	847,769	811,200
PPP loan forgiveness	1,459,727	-
Loss on sale of capital assets	(6,992)	-
Interest expense	<u>(565,885)</u>	<u>(669,607)</u>
Total non-operating revenue (expenses)	\$ 1,741,719	\$ 162,997
CHANGE IN NET POSITION	<u>\$ 3,216,198</u>	<u>\$ (16,458,651)</u>



PRINCIPALS

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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL
OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS
BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN
ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Managers and Management
Minnesota State Agricultural Society

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the enterprise fund and the discretely presented component unit of the Minnesota State Agricultural Society (dba Minnesota State Fair) (the Society) as of and for the year ended October 31, 2021, and the related notes to the financial statements, which collectively comprise the Society's basic financial statements, and have issued our report thereon dated April 22, 2022. We did not audit the financial statements of the Minnesota State Fair Foundation (the Foundation), as of and for the year ended October 31, 2021. Our report includes a reference to other auditors who audited the financial statements of this entity, as described in our report on the Society's financial statements. This report does not include the results of the other auditors' testing of internal control over financial reporting or compliance and other matters that are reported on separately by those auditors. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

INTERNAL CONTROL OVER FINANCIAL REPORTING

In planning and performing our audit of the financial statements, we considered the Society's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control. Accordingly, we do not express an opinion on the effectiveness of the Society's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the Society's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

(continued)

Our consideration of internal control was for the limited purpose and was described in the first paragraph of this section. This was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

COMPLIANCE AND OTHER MATTERS

As part of obtaining reasonable assurance about whether the Society's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance that could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards* and are described in the accompanying Schedule of Findings and Responses as finding 2021-001.

SOCIETY'S RESPONSE TO FINDING

The Society's response to the finding identified in our audit is described in the accompanying Schedule of Findings and Responses. The Society's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

PURPOSE OF THIS REPORT

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Society's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

Malloy, Montague, Karnowski, Radosevich & Co., P. A.

Minneapolis, Minnesota
April 22, 2022

MINNESOTA STATE AGRICULTURAL SOCIETY

Schedule of Findings and Responses
Year Ended October 31, 2021

2021-001 COLLATERAL

Criteria – Minnesota Statutes § 118A.03.

Condition – Minnesota Statutes § 118A.03 requires that if the Minnesota State Agricultural Society's (dba Minnesota State Fair) (the Society) deposits exceed federal deposit insurance coverage, excess deposits must be covered by corporate surety bonds or collateral that has a market value of at least 110 percent of such excess. This requirement was not met for the Society's accounts at October 31, 2021.

Questioned Costs – Not applicable.

Context – The Society had \$385,392 of deposits in excess of federal deposit insurance coverage as of October 31, 2021 that were not covered by corporate surety bonds or collateral, as required by Minnesota Statutes.

Repeat Finding – This is a current year finding.

Cause – This was an oversight by Society personnel.

Effect – Deposits in excess of federal deposit insurance coverage may be lost in the event of a bank failure.

Recommendation – We recommend that the Society obtain corporate surety bonds or collateral that has a market value of at least 110 percent of the Society's deposits that exceed federal deposit insurance coverage.

Management Response – The Society agrees with the finding. The Society will review its procedures in place to ensure future compliance with Minnesota Statutes.

MINNESOTA STATE AGRICULTURAL SOCIETY ANNUAL MEETING

Jan. 11-14, 2021

Teleconference

To protect the health and safety of its members during the pandemic, the Society's 2021 annual meeting was held via teleconference.

MEETINGS OF THE CREDENTIALS & RESOLUTIONS COMMITTEES

6 p.m. Monday, Jan. 11, 2021

Teleconference

Representatives of the Society's nine regional districts met to review credential applications of Society delegates from Minnesota's 87 county fairs and various statewide agricultural and educational associations. Action taken by the Credentials Committee is recorded in the minutes of the Society's Annual Meeting general business session conducted Jan. 14.

The same district representatives met as the Resolutions Committee and approved resolutions as recorded in the minutes of the Society's Jan. 14 general business session.

MEETINGS OF THE SALES COMMITTEE, PLANNING COMMITTEE & GOVERNING BOARD

4 p.m. Wednesday, Jan. 13, 2021

Teleconference

SALES COMMITTEE

Members present: Joe Scapanski, chairman; Joe Fox; Gordy Toenges; Jeff Hawkins; Gail Johnson; Wally Wichmann; Ray Erspamer; Danny Grunhove; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Pam Simon, ex officio.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Debbie Edman; Cory Franzmeier; Heather Brady; Sean Casey; Mike Hagen; Theresa Weinfurter; Patrick Schoen; Kim Scibak; Michelle Butler; Nate Dungan; Steve Grans; Brett Ward; Nikki Hines; Lara Hughes; Danielle Dullinger; Chris Noonan; Abby Harazin; Julian Schadeck; Keri Huber; Sheila Gilbertson; Blaire Hoven; Virginia Mold; Mary Chung; Dani Vavreck; John Lewis.

Chairman Scapanski called the meeting to order at 4:01 p.m.

Ms. Hines presented the following percentage fees for attractions at the 2021 State Fair:

CONCESSIONAIRE	ATTRACTION	2020%	2021%
Big Adventures, Inc.	<u>Turbo Bungy</u>	25%	25%
Biggest Wheel LLC	Ferris Wheel	20%	20%
D.M.C., Inc.	Skyride	30%	30%
Fun Adventures, Inc.	<u>Rock Climbing Wall</u>	25%	25%
Giant Ride, Inc.	Giant Slide	30%	30%
Grandstand Artist Merchandise Sales	Artist CDs/DVDs	10%	10%
	Other Merchandise	20%	20%
Hot Shot Thrill Rides	<u>Sling Shot</u>	25%	25%
K & M Recreation, Inc.	Haunted House	30%	30%
KMB Performance, Inc.	Go Karts	25%	25%
Krazy Maze LLC	Krazy Maze	25%	25%
Mighty Midway and Kidway	Kidway Rides and Shows	43%	43%
	Midway Rides and Shows	41%	41%
	Games of Skill	23%	23%
Skyfair, Inc.	SkyGlider	30%	30%
Skyscraper Two, Ltd.	<u>Skyscraper</u>	25%	25%
Spineless Wonders	Butterfly House	20%	20%

Tinsley Amusements, Inc.	Carousel	40%	40%
Ventnor Place, Inc.	Space Tower	25%	25%

Attractions underlined are located in Adventure Park.

The percentage fees represent the fee(s) payable to the Minnesota State Fair on receipts from ticket sales associated with operation of the preceding attractions. Percentages are applied as follows: state sales tax (7.375%) is deducted from gross receipts and reconciliation between the Minnesota State Fair and concessionaires is made on the net of tax balance.

Following discussion, the percentage fees were approved as presented on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-7; Nay-0).

Ms. Hines presented the following ticket prices for the attractions:

CONCESSIONAIRE	ATTRACTION	2021 TICKET PRICE(S)
Big Adventures, Inc.	<u>Turbo Bungy</u>	\$5
Biggest Wheel LLC	Ferris Wheel	\$5
D.M.C., Inc.	Skyride	\$4.50 one-way \$7 round trip
Fun Adventures, Inc.	<u>Rock Climbing Wall</u>	\$5
Giant Ride, Inc.	Giant Slide	\$2.50
Hot Shot Thrill Rides, Inc.	<u>Sling Shot</u>	\$30 per rider \$25 per rider from opening to 1 p.m.
K & M Recreation, Inc.	Haunted House	\$5
KMB Performance, Inc.	Go Karts	\$7 for driver \$4 for passenger
Krazy Maze LLC	Krazy Maze	\$5
Mighty Midway/Kidway	Rides & Games of Skill	\$1 single \$25 for 28 tickets (\$.893 per ticket) \$50 for 60 tickets (\$.834 per ticket) \$15 for 20 tickets (\$.750 per ticket)
	Advance Purchase	
Skyfair, Inc.	SkyGlider	\$4.50 one-way \$7 round trip
Skyscraper Two, Ltd.	<u>Skyscraper</u>	\$30 single Early Bird \$25 per rider from opening to 1 p.m.
Spineless Wonders	Butterfly House	\$3.50
Tinsley Amusements, Inc.	Carousel	\$2.50
Ventnor Place, Inc.	Space Tower	\$4

Attractions underlined are located in Adventure Park and operate on a central ticket system.

After review, the ticket prices were approved as presented on a motion by Mr. Grunhove, seconded by Mr. Erspamer and carried (Aye-7; Nay-0).

The following concessions were presented by Ms. Hines for beer and wine licenses at the 2021 State Fair:

CONCESSIONAIRE	BLOCK	LOCATION
Andrus Concessions, Inc. dba Andy's Grill (Robert and Joseph Andrus)	Block 42	1774 Carnes Ave., Arcade Bldg. Malt Beverages
Ball Park Cafe, Inc. dba Ball Park Cafe (Daniel and David Theisen)	Block 35	1312 Underwood St., Crossroads Bldg. Malt Beverages & Cider

Blue Plate Restaurant Company Inc., dba The Blue Barn (Stephanie Shimp, David Burley)	Block 27	1839 W. Dan Patch Ave. Malt Beverages & Minn. Wine
Tres-C, Inc. dba Café Caribe (Joel and Mary Chesin)	Block 42	1770 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine
Chi-Dogs, Inc. dba Chicago Dogs (Anne Chesin)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Coasters, Inc. dba Coasters (Paul & Diana Hohnwald)	Block 42	1804 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine
Dino's Festivals, Inc. dba Dino's Gyros (Constantin & Jason Adamidas and Alysia Anderson)	Block 36	1701 Carnes Ave. Malt Beverages
Werner's Frontier, Inc. dba Frontier Bar (Richard C. Werner)	Block 42	1790 Carnes Ave., Arcade Bldg. Malt Beverages
American Restaurant, Inc. dba RC's Barbecue (Randy Jernberg and Charlie Torgerson)	Block 28	1801 Dan Patch Ave., Bldg. 289A Malt Beverages
French Creperie (Marc Vezies and Tracy Anderson)	Block 36	1711 Carnes Ave. Minnesota-Produced Wine
Giggles' Campfire Grill LLC dba Giggles' Campfire Grill (Timothy Weiss)	Block 19	1520 Cooper St. Malt Beverages & Minn. Wine
H.M.H. of Saint Paul, Inc. dba Shanghaied Henri's (Henry and Ellen Hanten)	Block 47	1658 Judson Ave., International Bazaar Malt Beverages & Minn. Wine
Hildebrand Concessions, Inc. (Jan Hildebrand)	Block 28	1755 Dan Patch, Bldg. 286S Malt Beverages & Minn. Wine
CMK Investments Co. dba Leinie Lodge (Robert J. Kirschner)	Block 34	1302 Cooper St., Bandshell Malt Beverages
Lancer Management Services, Inc. (Tony Arvidson and Brittany Mayer-Schuler)	Block 50	1784 Judson Ave., Coliseum Malt Beverages & Minn. Wine
FireFly Group, Inc. dba LuLu's Public House (Charlie Burrows and Mike Brennan)	Block 27	1839 W. Dan Patch Ave. Malt Beverages
Mancini's al Fresco LLC (Pat and Jane Mancini and Patricia Ketchmark)	Block 36	1715 Carnes Ave. Malt Beverages & Minn. Wine
Mintahoe, Inc. dba Minnesota Wine Country (James McMerty)	Block 44	1271 Underwood St. Minnesota-Produced Wine
Midway Men's Club (Francis Michael Wright)	Block 30	1354 Underwood St. Malt Beverages
M.J. Financial Group, Inc. dba Ragin Cajun (Ronald Jacob)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
O'Gara's Bar & Grill, Inc. dba O'Gara's at The Fair (Daniel and Kris O'Gara)	Block 34	1626 Dan Patch Ave. Malt Beverages & Minn. Wine
Cuisine Concepts dba Tejas (Wayne Kostroski and Mark Haugen)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Lancer Management Services, Inc. dba Minnesota Craft Brewers Guild (Wayne Kostroski and Mark Haugen)	Block 45	1263 Cooper St., Ag-Hort Bldg. Malt Beverages
GSH Food Services, Inc. dba The Hideaway (Brian and Jennie Enloe)	Block 28	1760 Dan Patch Ave., Grandstand Malt Beverages and Minn. Wine

The Hangar Group, LLC dba The Hangar (Nate and Stephanie Janousek)	Block 12	1673 Murphy Ave., Bldg. 121 Malt Beverages
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Following discussion, the vendors were approved as presented on a motion by Ms. Johnson, seconded by Mr. Wichmann and carried (Aye-7: Nay-0).

The following commercial vendors were presented by Mr. Sinclair, and recommended for multiple-site licenses:

CONCESSION-EXHIBIT	DESCRIPTION	SITES
Batten Industries	Nellie's Laundry Products/ Heat Packs/Towels/Humidifiers/ Power Cords	2
Bobick Concessions	Corn Dogs, Footlong Hot Dogs & Soft Drinks	2
Cenaiko Enterprises, Inc.	Chamois, Shami Mops/ JD's Salsa/ Bloody Mary Mix	2
Crutchee's, Inc.	Cheese On-A-Stick & Lemonade	2
Delrick Enterprises	Popcorn, Caramel Apples, Caramel Corn, Candy, Root Beer Floats & Soft Drinks	2
F&W Concessions, Inc.	London Broil Sandwiches/ Pitchfork Sausages/ Soft Drinks	2
Fire Brick Concessions, Inc.	Steak & Chicken Kabobs & Soft Drinks	2
First 2 Market LLC	Gripstic Bag Sealers/Refrigeration Air Purifiers	2
George Funk	Leather Goods/Coffee, Tea, Green Tea Slushes	2
George's Fun Foods	Popcorn, Caramel Apples, Soft Drinks, Cotton Candy, Lemonade Shakeups, Chocolate Covered Bananas, Ice Cream	2
Giant Ride, Inc.	Giant Slide/Cheese On-A-Stick Lemonade	2
Gregory J. Tetrault	Ice Cream, Sno Cones, Soft Drinks/Cloud Rolls	2
Groscuth Equipment, Inc.	Superdog Corn Dogs & Soft Drinks	2
Holly's Hobby Ltd.	Christmas Ornaments & Handcrafts	2
Larry Abdo	Big Fat Bacon/Gopher State Ice Co. (Ice - wholesale permit only)	2
Mark Andrew	French Fries/S'Mores, Milk, Soft Drinks	2
Midwest Dairy Assoc. of Minn.	Ice Cream, All You Can Drink Milk & Dairy Goods	2
Netterfield's Popcorn & Lemonade, Inc.	Popcorn, Caramel Corn/ Food Court, Hamburgers, Sausages, Turkey Legs, Nachos, Chicken Wings Hot dogs, Corndogs	2
Orange Treet LLC – Dairy Bar	Orange Treet Drink & Smoothies/Dairy Bar	2
Stafford Enterprises	Mats, Mops, Dusters/ Therapy Products	2
Starr International	Wine Bottle Openers/ Miracle Whisks	2
Wozniak Concessions, Inc.	Fresh Cut French Fries, Soft Drinks	2

Kathy Yahr	Cotton Candy	3
Larry Immerman	Cotton Candy	3
Leah H. O'Neil	Poncho Dog Hot Dogs On-A-Stick, Soft Drinks	3
Lynn Davis	Rainbow Ice Cream, Sno Cones, Caramel Apples, Bomb Pops	3
Maxine Davis	Ice Cream & Caramel Apples/ Potatoes, Soft Drinks	3
The Icee Company	Icee Frozen Beverages/ Packaged Candy	3
Crocker Enterprises, Inc.	Root Beer Barrels – Soft Drinks	4
Lancer Hospitality – Coliseum	Food, Beverages	4
Schroder Concessions, Inc.	Popcorn, Sno Cones/ Brats/Cheese Curds	4
Syndicate Sales Corp.	Food Processors/Cutlery/ Brooms/Mops/Dusters/Knives Food Saver bowl covers	4
Wee Dazzle	Novelties, Souvenirs & Toys	4
Dandy Souvenirs	Novelties, Souvenirs & Toys	8

Following review, the vendors were approved as recommended for multiple sites on a motion by Mr. Grunhovd, seconded by Mr. Erspamer and carried (Aye-7; Nay-0).

Ms. Quam and Mr. Klingner reviewed 2020's limited schedule of non-fair events and previewed upcoming events. Information only; no action taken.

A non-fair event alcohol sales license was approved for Chop Liver Craft Beer Festivals, Inc. to produce St. Paul Beer Fest June 12 on a motion by Ms. Johnson, seconded by Mr. Hawkins and carried (Aye-7; Nay-0).

The sales committee meeting adjourned at 4:15 p.m. on a motion by Mr. Fox, seconded by Mr. Hawkins and carried.

MEETING OF THE PLANNING COMMITTEE

4 p.m. Wednesday, Jan. 13, 2021

Teleconference

Present: Gordy Toenges, chairman; Joe Fox; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ray Erspamer; Danny Grunhovd; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Sean Casey, ex officio; Cory Franzmeier, ex officio.

Also present: Renee Alexander; Jill Nathe; Wally LeVesseur; Debbie Edman; Heather Brady; Mike Hagen; Theresa Weinfurter; Patrick Schoen; Kim Scibak; Michelle Butler; Nate Dungan; Steve Grans; Brett Ward; Nikki Hines; Lara Hughes; Danielle Dullinger; Chris Noonan; Abby Harazin; Julian Schadeck; Keri Huber; Sheila Gilbertson; Blaire Hoven; Virginia Mold; Mary Chung; Dani Vavreck; John Lewis.

Chairman Toenges called the meeting to order at 4:16 p.m.

Mr. Hammer reviewed the Society's investment of \$170 million in fairgrounds' facilities during the previous two decades, leaving the fair in good position to limit capital and maintenance projects for the time being.

Mr. Hudalla reported on improvements and maintenance projects undertaken in 2020 – most of which were suspended in March due to the pandemic. Information only; no action taken.

Mr. Hudalla presented a minimal schedule of basic maintenance projects for 2021 totaling \$1.5 million. The maintenance projects

were approved on a motion by Mr. Scapanski, seconded by Mr. Fox and carried (Aye-7; Nay-0).

The planning committee meeting adjourned at 4:34 p.m. on a motion by Ms. Johnson, seconded by Mr. Hawkins and carried (Aye-7; Nay-0).

MEETING OF THE BOARD OF MANAGERS

4 p.m. Wednesday, Jan. 13, 2021

Teleconference

Members present: Ron Oleheiser, president; Joe Fox, vice president; Gordy Toenges; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ray Erspamer; Danny Grunhovd; Jerry Hammer, secretary.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Debbie Edman; Pam Simon; Cory Franzmeier; Heather Brady; Sean Casey; Mike Hagen; Theresa Weinfurter; Patrick Schoen; Kim Scibak; Michelle Butler; Nate Dungan; Steve Grans; Brett Ward; Nikki Hines; Lara Hughes; Danielle Dullinger; Chris Noonan; Abby Harazin; Julian Schadeck; Keri Huber; Sheila Gilbertson; Blaire Hoven; Virginia Mold; Mary Chung; Dani Vavreck; John Lewis; Joe Bagnoli.

President Oleheiser called the meeting to order at 4:36 p.m.

Mr. Hammer presented the recommended Society operating budget for 2021 built around three broad scenarios. The uncertainty fueled by the pandemic requires that State Fair planning proceeds on multiple tracks with maximum flexibility to improvise. Information only; no action taken.

State Fair government relations representative Joe Bagnoli reported on the current session of the Minnesota legislature and issues that may have an impact on the State Fair.

President Oleheiser declared the meeting in executive session at 5:40 p.m. The executive session was adjourned and the meeting reopened at 6:17 p.m. on a motion by Mr. Toenges, seconded by Mr. Wichmann and carried (Aye-8; Nay-0).

The meeting was adjourned on a motion by Mr. Scapanski, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

DISTRICT CAUCUSES OF THE SOCIETY

Seventh District Caucus

6:45 p.m. Wednesday, Jan. 13, 2021

Teleconference

Delegates from the Society's seventh district met in caucus and certified incumbent Wally Wichmann of Balaton for reelection to a three-year term as district representative.

Ninth District Caucus

7:30 p.m. Wednesday Jan. 13, 2021

Teleconference

Delegates from the Society's ninth district met in caucus and certified incumbent Danny Grunhovd of Gary for reelection to a three-year term as district representative.

ANNUAL MEETING & GENERAL BUSINESS SESSION OF THE SOCIETY

6 p.m. Thursday, Jan. 14, 2021

Teleconference

President Oleheiser, Vice President Fox, General Manager Jerry Hammer and State Fair staff participated in the teleconference from Freestyle Productions Inc. studios in Crystal.

President Oleheiser called the meeting to order at 6 p.m. Following introductions of Society board members, President Oleheiser called on Mr. Hammer for his annual report. President Oleheiser moved the report be accepted, the motion was seconded by Mr. Fox and carried.

Mark Goodrich, the State Fair's long-time deputy general manager in

charge of agriculture and competition, was inducted into the State Fair Hall of Fame.

President Oleheiser called for a report of the credentials committee by committee chair Dennis Larson of Ramsey County for the committee's report, as follows:

"Credential forms submitted to the State Agricultural Society have been inspected by the full committee. All credentials have been found to be in order with the following exceptions: There were five statewide associations that did not file with the secretary of state as required by Dec. 20, 2021. Members of the Credentials Committee do attest to the actions noted above on the 11th day of January 2021."

The credentials committee report was accepted as presented.

President Oleheiser called for a report of the resolutions committee, presented by committee chair Dennis Larson as follows:

1. Whereas, there are very few times when a global crisis calls upon us to rise and meet unprecedented challenges we haven't encountered for generations, 2020 became one of just six such momentous years in the history of our great Minnesota State Fair; now, therefore, be it

Resolved, that the Minnesota State Agricultural Society, on behalf of its members,

1. Reaffirms that the Great Minnesota Get-Together is just that – an awe-inspiring celebration that brings our state's many communities together at a single, extraordinary location to participate in a grand showcase of the very best of Minnesota;
2. Recognizes that the cancellation of the 2020 Minnesota State Fair, while complex and difficult, was necessary to protect the health and safety of millions, and essential to the recovery and healing of the world;
3. Despite the deep disappointment of a year with no State Fair, we acknowledge with profound gratitude the thousands whose support and very best efforts the fair needs to move forward, including the vast network of agriculturists, 4-H and FFA participants, vendors, artists, entertainers, competitors, exhibitors, amusement operators, sponsors, news media, contractors, advertisers, volunteers, the boards and staff of the Minnesota State Fair and Minnesota State Fair Foundation, neighbors and community organizations, and millions of fair guests; and
4. Understands that longtime partnerships with countless allied industries have never been more important, including memberships with the International Association of Fairs and Expositions, Minnesota Federation of County Fairs, Outdoor Amusement Business Association, National Independent Concessionaires Association, International Entertainment Buyers Association, Midwest Showmen's Association, and other organizations that are essential to furthering and improving the fair industry locally, nationally and internationally.

2. Whereas, a year without a Minnesota State Fair and virtually no operating revenue has been challenging, as it has for countless others enduring this crisis, the fair's future remains hopeful and bright; now, therefore, be it

Resolved, that the Minnesota State Agricultural Society,

1. Remains committed to managing a financially sound operation that prioritizes the care and maintenance of its beautiful fairgrounds and facilities and the presentation of a culturally rich, high-quality exhibition worthy of its reputation as one of the premier expositions in the world;
2. Supports the unbounded creativity and ingenuity required to adapt State Fair operations and programs in an ever-evolving environment, and to acknowledge all who worked toward and supported the success of two Food Parades, fairgrounds events, unique sales opportunities and other programs that have brought essential revenue to the organization; and
3. Reaffirms its mission to educate and engage people by presenting a world-class showcase of agriculture, entertainment and the innovative exchange of knowledge and ideas; provide

outstanding customer service in a safe, clean, well-maintained environment that is accessible to all; and offer exceptional value while remaining financially independent through sound and fiscally responsible management.

3. Whereas, the Great Minnesota Get-Together is a cherished and unparalleled event due to the exceptional efforts of thousands of individuals; now, therefore, be it

Resolved, that the Minnesota State Agricultural Society, on behalf of its members, expresses our deep sadness at the passing this last year of: Dick Anderson, former Park & Ride superintendent and 50 Year Award recipient; Steve Anderson, an officer with the State Fair Police Department for seven years; Alan Bradley, an officer with the State Fair Police Department for five years; Donald Craighead, husband of Minnesota State Fair Foundation board chair Sandy Craighead and Foundation benefactor; Rosella Fefercorn, 4-H Achievement Award winner, lifelong fan of the Minnesota State Fair and benefactor of the Minnesota State Fair Foundation's endowment and bench programs; Ann Fox, wife of Minnesota State Agricultural Society board member Joe Fox; Mike Heffron, respected, knowledgeable and influential fair leader who began his career at the Minnesota State Fair in 1954 and served as general manager from 1977 to 1997, and was president of the Midwest Fairs Association, International Association of Fairs & Expositions, and Minnesota State Fair and IAFE Hall of Fame member; Arthur "Al" Hohenwald, longtime proprietor of State Fair concessions; Kimberly Kane, wife of Mike Kane, former member of the State Fair police department; Richard Klein, fair-time watch commander with the State Fair Police Department for many years; Rick Kolodziej, gate ticket sales employee; Lewis Miller Jr., president and CEO of the International Association of Fairs and Expositions from 1980 to 2000; Lester Moore, Grandstand head rigger and staging engineer; Jim Olson, former Grandstand food concession operator and son of State Fair legend Cliff Olson; William Paddock, former State Fair sales department employee; Ethel F. Peters, who, with her husband, Jim, owned and operated the Peters Hot Dogs concessions; Greg Petrie, parking department employee; Joseph C. Premont Sr., owner of Paramount Attractions, longtime game arcade operator; Hugh Schilling, founder and chairman of the board of Horton Holding Inc., and Minnesota State Fair Foundation benefactor of the Hugh and Margaret Schilling Amphitheater at West End Market and the Horton Pavilions at Heffron Park; William Schomberg, recipient of a 50 Year Award in 2003 for swine exhibition at the State Fair; David Sprengeler, Brown Swiss cattle breeder and fourth-generation State Fair exhibitor; John A. "Jack" True, former Machinery Hill superintendent employed by the State Fair; Fredrick L. Vescio, owner of Vescio's, longtime food and beverage concession at the State Fair; and Dominic A. Vivona Sr., with Amusements of America, who provided rides on the Mighty Midway.

4. Whereas, the Minnesota State Fair is an internationally renowned exposition and a time-honored tradition deeply rooted in the attendance and participation of millions of Minnesotans and beyond, with an estimated economic impact of nearly \$300 million in the Twin Cities alone plus priceless educational and social value, now, therefore, be it

Resolved, that the Society and its statewide network of stakeholders urges support for any and all measures that will continue to prioritize the health and safety of our state and, as the pandemic eases, bolster tourism, the fair industry, businesses and the ability for us to gather together safely as our communities recover.

5. Whereas, this 162nd annual meeting of the Minnesota State Agricultural Society was unlike any other in its history; now, therefore, be it

Resolved, that the Society extends its gratitude to all those who participated in this virtual gathering and contributed to its success. We look forward to a promising and hope-filled 2021.

The resolutions were adopted as presented.

President Oleheiser turned the chair over to Vice President Fox to conduct the election for a one-year term as President of the Society. President Oleheiser was reelected and reassumed the chair.

Retiring State Fair board fifth district Vice President D.J. Leary was elected to Honorary Life Membership in the Society.

In other elections, Joe Fox of Maplewood was reelected to a two-year term as fourth district vice president, Sara Donaldson of Minneapolis was elected to serve the one-year unexpired term as fifth district vice president, Wally Wichmann of Balaton was reelected to a three-year term as seventh district representative, and Danny Grunhvd of Gary was reelected to a three-year term as ninth district representative.

With no further business to be brought before the Society, President Oleheiser declared the meeting adjourned at 7:30 p.m.

MEETING OF THE BOARD OF MANAGERS

10 a.m. Friday, Jan. 15, 2021

Teleconference

Present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Gordy Toenges; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ray Erspamer; Dan Grunhvd; Jerry Hammer, secretary.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Debbie Edman; Pam Simon; Cory Franzmeier; Michelle Butler; Robin Goldstein; Mike Hagen; Sean Casey; Steve Grans; Theresa Weinfurter; Nate Dungan; Carol Doyle; Melissa Varriano; Danielle Dullinger; Lara Hughes; Grace Woodis; Kim Scibak; Shannon Buchda; Micki Barris; Keri Huber; Tony Juettner; Mary Chung; Dani Vavreck; Shana Zaiser.

President Oleheiser called the meeting to order at 10:01 a.m.

Oaths of office were administered by Ms. Edman as follows: Ron Oleheiser of Grand Rapids, president (one-year term); Joe Fox of Maplewood, fourth district vice president (two-year term); Sara Donaldson of Minneapolis, fifth district vice president (unexpired year of two-year term); Wally Wichmann of Balaton, seventh district representative (three-year term); Danny Grunhvd of Gary, ninth district representative (three-year term).

Jerry Hammer of Como Park was reappointed to a one-year term as executive vice president of the Society on a motion by Joe Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0). Oath of office was administered by Ms. Edman.

Minutes of the State Fair board and committee meetings conducted Nov. 13, 2020, were reviewed and approved on a motion by Mr. Grunhvd, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period Nov. 13, 2020, through Jan. 14, 2021, were approved on a motion by Mr. Toenges, seconded by Mr. Fox and carried (Aye-9; Nay-0).

The financial statement for Dec. 31, 2020, was presented by Mr. LeVesseur as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY Month Ending Dec. 31, 2020

OPERATING ACCOUNT ACTIVITY:

Balance - Nov. 30, 2020		\$ 913,381
Add: Cash deposits	\$ 771,634	
Less: Payroll ending Dec. 11	(265,554)	
Payroll ending Dec. 24	(268,098)	
Cash disbursements	(588,579)	
		(350,597)
Balance - Dec. 31, 2020		\$562,784

BUILDING FUND ACTIVITY:

Balance - Nov. 30, 2020	\$ 451
Add: Interest earned	
Securities purchased	
Less: securities redeemed	
Balance - Dec. 31, 2020	\$ 451

CONSTRUCTION ACCOUNT:

Balance - Nov. 30, 2020	\$ -
Add: Note proceeds	
Interest	-
Less: disbursements	
Balance - Dec. 31, 2020	\$ -

CASH BALANCES FOR MONTH ENDING:

	2019	2020
Operating account	\$ 6,177,865	\$ 562,784
Petty cash	6,100	6,100
Building fund	451	451
Construction account	-	-
(Note proceeds)		
Total cash balances	\$ 6,184,416	\$ 569,335

The following recommendations for the Society's designated depository, signature authorization and security funds transfer were presented by Mr. LeVesseur:

Bremer Bank as the depository for the Society's operating account, payroll account and premium fund account with the following signatory authority: Operating account - Jerry Hammer and Wally LeVesseur with "Hammer/LeVesseur" signature imprint authorized for operating account; Regular and fair-period payroll account - Jerry Hammer with "Hammer" signature imprint authorized for payroll accounts; Premium account - Jerry Hammer with "Hammer" signature imprint authorized for premium account; Security fund transfer resolution - Jerry Hammer or Wally LeVesseur. After discussion, the preceding was approved on a motion by Ms. Johnson, seconded by Mr. Grunhvd and carried (Aye-9; Nay-0).

The following standing committee appointments for 2021 were presented by President Oleheiser:

Finance - Grunhvd, chairman; Donaldson; Hawkins; Johnson; Toenges; Wichmann; Oleheiser, ex officio; Hammer, ex officio; LeVesseur, ex officio.

Foundation Nominating - Oleheiser, chairman; Grunhvd; Hawkins; Hammer.

Governmental Affairs - Johnson, chairman; Donaldson; Fox; Grunhvd; Hawkins; Scapanski; Oleheiser, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Sinclair, ex officio.

Honors - Fox, chairman; Alexander; Hudalla; Nathe; Oleheiser, ex officio; Hammer, ex officio.

Life Member Advisory - Merkins, chairman; Baker; Lake; Foss; Grass; Keenan; Krueger; Lake; Leary; Paulson; Prokosch; Reinhardt; Schmidt; Simons; Wenzel; Wessel; Oleheiser, ex officio; Hammer, ex officio; Edman, ex officio.

Operations - Hawkins, chairman; Fox; Grunhvd; Scapanski; Toenges; Wichmann; Oleheiser, ex officio; Hammer, ex officio; Hudalla, ex officio; Franzmeier, ex officio.

Planning - Toenges, chairman; Donaldson; Erspamer; Fox; Grunhvd; Hawkins; Johnson; Scapanski; Wichmann; Oleheiser, ex officio; Hammer, ex officio; Hudalla, ex officio; Casey, ex officio; Franzmeier, ex officio.

Public Affairs - Wichmann, chairman; Donaldson; Fox; Johnson; Scapanski; Toenges; Oleheiser, ex officio; Hammer, ex officio; Alexander, ex officio.

Rules - Scapanski, chairman; Donaldson; Erspamer; Grunhovi; Johnson; Toenges; Oleheiser, ex officio; Hammer, ex officio; Nathe, ex officio; LeFebvre, ex officio.

Sales - Scapanski, chairman; Donaldson; Erspamer; Fox; Grunhovi; Hawkins; Johnson; Toenges; Wichmann; Oleheiser, ex officio; Hammer, ex officio; Sinclair, ex officio; Simon, ex officio.

The committee appointments were approved on a motion by Mr. Scapanski, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

President Oleheiser presented the following board liaison and department superintendent appointments for 2021:

Administration - Donaldson

Employment Office - Toenges

Competition

Bee Culture - Fox (Alex King, superintendent)

Beef Cattle - Grunhovi (Chuck Schwartau, superintendent)

Christmas Trees - Fox (Kim Ustruck, superintendent)

Creative Activities - Johnson (Curt Pederson, superintendent)

Dairy Cattle - Johnson (Deb Kraus, superintendent)

Dairy & Boer Goats - Fox (Mark Boorsma & Gretchen Sankovitz, superintendents)

Dairy Products - Wichmann (Lisa Radamacher, superintendent)

Dog Trials - Erspamer (JoAnna Yund, superintendent)

K-12 Competition - Fox (Florence Newton, superintendent)

Farm Crops - Fox (Ron Kelsey, superintendent)

Fine Arts - Toenges (Jim Clark, superintendent)

Flowers - Fox (Phyllis Andrews, superintendent)

4-H - Johnson (Amber Greeley, superintendent)

Fruits - Fox (Louis Quast, superintendent)

FFA - Grunhovi (T.J. Brown, superintendent)

Horses - Toenges (Pam Keeler, Steve Tibbetts, Don Bauleke, superintendents)

Llamas - Erspamer (Jen Rouillard, superintendent)

Milking Parlor - Wichmann (Doris Mold, superintendent)

Miracle of Birth - Fox (Jim Ertl, superintendent)

Poultry - Scapanski (Paul Bengtson, superintendent)

Seniors - Grunhovi (Marge Krueger, superintendent)

Sheep - Donaldson (Jo Bernard, superintendent)

Swine - Hawkins (Jerry Hawton, superintendent)

Vegetables - Fox (Phil Klint, superintendent)

Entertainment - Toenges

Grandstand Production - Donaldson (Gary Perkins, superintendent)

Heritage Exhibits - Erspamer (Jan Bankey, superintendent)

Finance - Hawkins

Gate Ticket Sales - Wichmann (JoAnne Ferry, superintendent)

Midway Ticket Sales - Erspamer (Damara Jefferson & Anne Nyumah, superintendents)

Marketing - Scapanski

Operations - Donaldson

Admissions - Hawkins (Dave Woodis, superintendent)

Park & Ride - Hawkins (Sarah Peterka, superintendent)

Parking - Wichmann (Jim Benz, superintendent)

Public Safety - Grunhovi (Paul Paulos, superintendent)

Sanitation - Johnson

Sales - Scapanski

Attraction Ticket Takers - Scapanski (Anthony Elwood, superintendent)

The appointments were approved on a motion by Ms. Johnson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

President Oleheiser declared the meeting in recess at 10:16 a.m. for committee meetings.

OPERATIONS COMMITTEE MEETING

Chairman Hawkins called the meeting to order.

Mr. Hammer presented the following gate admission policy for the 2021 State Fair for consideration:

"Entry into the Minnesota State Fair shall be contingent solely upon the presentation of a valid ticket of admission in accordance with the most current schedule of gate prices as established by the board of managers."

The gate admission policy was adopted as presented on a motion by Mr. Grunhovi, seconded by Mr. Wichmann and carried (Aye-5; Nay-0).

The operations committee meeting was adjourned on a motion by Mr. Toenges, seconded by Mr. Wichmann and carried (Aye-5; Nay-0).

PUBLIC AFFAIRS COMMITTEE MEETING

Chairman Wichmann called the meeting to order.

Ms. Alexander presented advertising, marketing and publications campaigns covering various scenarios depending on status of the virus. Her report was approved on a motion by Ms. Johnson, seconded by Mr. Hawkins and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Leary, seconded by Mr. Toenges and carried (Aye-5; Nay-0).

RULES & PREMIUM LIST COMMITTEE MEETING

Chairman Scapanski called the meeting to order.

Authority was granted to Mr. Hammer's delegate to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the Society's 2021 operating budgets on a motion by Mr. Toenges, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Erspamer, seconded by Ms. Johnson and carried (Aye-5; Nay-0).

FINANCE COMMITTEE MEETING

Chairman Grunhovi called the meeting to order.

The 2021 operating budgets, taking into account various virus-driven scenarios and reviewed in detail by the board Jan. 13, and the 2021 improvements and maintenance budgets that were approved Jan. 13 by the board's planning committee, were approved on a motion by Mr. Hawkins, seconded by Mr. Wichmann and carried (Aye-5; Nay-0).

Mr. Hammer was granted authority to implement flexible pricing schedules and seating configurations for Grandstand events, taking into account the costs of production, potential revenue from other sources and weather insurance premiums on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

The finance committee meeting adjourned on a motion by Mr. Hawkins, seconded by Mr. Wichmann and carried (Aye-5; Nay-0).

President Oleheiser reconvened the meeting of the board at 10:24 a.m.

Action taken earlier by the sales, planning, operations, public affairs, rules & premium list and finance committees was approved on a motion by Mr. Scapanski, seconded by Mr. Fox and carried (Aye-9; Nay-0).

Mr. Hammer reported that the uncertainty surrounding the 2021 State Fair's operation made it impractical to set a gate fee schedule at this relatively early date, and that gate fees should be set at a later date when the picture clears. Information only; no action taken.

Mr. Hudalla reviewed the status of current agreements with building trades contractors Toltz, King, Duvall & Anderson architects and engineers; Collins Electric, Inc. electricians; Maertens-Brenny Construction Co.; and Spriggs Plumbing & Heating, Inc; the contractor agreements were approved on a motion by Mr. Grunhovd, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Mr. Hammer was authorized to set staff salaries according to job classifications and pay ranges set by the board Jan. 20, 2019, on a motion by Mr. Scapanski, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

The Society's legal representation by Fredrikson Byron P.A., and Joe Bagnoli, Esq. was approved on a motion by Mr. Erspamer, seconded by Mr. Fox and carried (Aye-9; Nay-0).

President Oleheiser offered his special thanks from the board to State Fair staff for their ingenuity and resourcefulness in producing the '21 annual meeting virtually, and for their efforts to keep the fair's operation intact through the pandemic.

The meeting was adjourned at 10:36 a.m. on a motion by Mr. Grunhovd, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY MINUTES OF INTERIM ACTIVITIES

Jan. 15 through March 15, 2021

January

15 - Oleheiser, Grunhovd, Hawkins and Hammer participated in a meeting of the State Fair Foundation board.

19 - Oleheiser, Fox, Donaldson and Hammer met virtually with MMKR & Co. P.A. audit team managers Jim Eichten and Jackie Huegel.

23-24 - Sinclair participated in the IAFE Virtual Summit and gave presentations on carnival midways and commercial exhibits.

24 - Alexander presented to the IAFE's Institute of Fair Management Advanced Entertainment class.

25 - Hammer met with State Fair CEOs from Indiana, Iowa, Kentucky, Ohio and Wisconsin.

February

1 - State Fair staff Accessibility Committee met.

4 - Various staff met to discuss a State Fair-produced Memorial Day weekend event. Hammer, Alexander and Chung participated in the inaugural meeting of the State Fair Foundation's Diversity, Equity and Inclusion Task Force.

8 - Hammer met with CEOs from state fairs in Indiana, Iowa, Kentucky, Ohio and Wisconsin. Sinclair, Alexander and Simon participated in a Large Venue Roundtable teleconference hosted by Steve Grove, commissioner of the State Department of Employment and Economic Development. Alexander and Noonan met with the State Fair Marketing Coalition to discuss 2021 campaign plans.

10 - Noonan attended an Executive Committee meeting of the Midway Chamber of Commerce.

11 - Various staff met to plan for a State Fair-produced Fourth of July weekend event.

17 - A virtual Lunch & Learn session for staff was presented by State Fair Archivist Keri Huber. Sinclair attended a virtual meeting of the Outdoor Amusement Business Association government affairs committee.

18 - Sinclair participated in an online meeting of the OABA board. Alexander, Hudalla, Sinclair and Franzmeier held a teleconference with former Falcon Heights Mayor Sue Gehrz and neighbors regarding the

status of a Peace Garden planned for Larpenteur Avenue. Various staff met to discuss a State Fair-produced Memorial Day weekend event.

19 - Noonan attended a board meeting of the Midway Chamber of Commerce. Sinclair and Klingner met virtually with Randy Levy, Adam Chesin and Adam Wendel to review billing for the GLOW Holiday Festival.

22 - Hammer met with CEOs from state fairs in Indiana, Iowa, Kentucky, Ohio and Wisconsin. Alexander participated in a teleconference board meeting of the International Entertainment Buyers Association. Schoen met virtually with a representative of Roseville High School to discuss student employment opportunities.

23 - Archivist Keri Huber presented a program on fair history for State Fair Foundation Grand Champion donors. Sinclair and Simon participated in an Eco Experience planning teleconference with Minnesota Pollution Control Agency representatives.

24 - Sinclair participated in Showmen's League of America long-range planning committee teleconference. Hughes participated in a board meeting of the Roseville Visitors Association.

25 - Various staff met to plan for a State Fair-produced Fourth of July weekend event. Alexander, Hughes, Dullinger, Noonan, Simon and Varriano attended the Annual Celebration of the Midway Chamber of Commerce, held via Zoom.

March

2 - Sinclair participated in an online OABA Member Forum regarding the federal Shuttered Venue Operators Grant program.

3 - Hammer, Sinclair and IAFE President Marla Calico met with Adam Schiff and Gabrielle Rosenfeld of U.S. Senator Tina Smith's staff regarding the Agricultural Fairs Rescue Act - federal legislation to help U.S. fairs recover from the covid crisis. Schadeck met with ticket managers from the Wisconsin and Indiana state fairs to discuss strategies and planning.

4 - Hammer gave a virtual presentation to staff of the Federal Reserve Bank of Minneapolis. Hammer, Alexander and Chung participated in a meeting of the State Fair Foundation's Diversity, Inclusion and Equity Task Force. Schoen met online with representatives from Apple Valley High School to discuss employment opportunities. The May event staff committee met to continue planning the Memorial Day weekend event.

5 - Hammer gave a virtual presentation to the Minnesota Legislative Society. Sinclair chaired an online conference call of the IAFE Education Foundation Board of Trustees.

8 - Sinclair and IAFE President Marla Calico conferenced with Mark Dennin of Congressman Jimmy Panetta's staff regarding the Agricultural Fairs Rescue Act. State Fair staff Accessibility Committee met.

9 - Schoen met virtually with a representative of Minneapolis Public Schools to discuss employment opportunities for students.

10 - Bagnoli testified before the Minnesota Senate's Education Finance & Policy Committee in opposition to a bill that would allow early opening of schools. Edman and Schoen participated in a virtual meeting with the St. Paul Human Resources Association. Noonan attended an Executive Committee meeting of the Midway Chamber of Commerce.

11 - The July event staff committee met to continue planning the Fourth of July weekend event.

12 - Alexander attended an online Large Venue Roundtable, hosted by Department of Employment and Economic Development Commissioner Steve Grove.

15 - Alexander participated in an International Entertainment Buyers Association Educational Outreach board meeting.

**MINNESOTA STATE AGRICULTURAL SOCIETY
MEETING OF THE GOVERNING BOARD**

10 a.m. Tuesday, March 16, 2021

Teleconference

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Gordy Toenges; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ray Erspamer; Danny Grunhvd.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Debbie Edman; Pam Simon; Cory Franzmeier; Sean Casey; Mike Hagen; Steve Grans; Jenny Cunningham; Teri Blair; Tony Juettner; Heather Brady; Jim Rougier; Tom Hedin; Sheila Gilbertson; Carol Doyle; Emily Quam; Erik Klingner; Melissa Varriano; Nate Dungan; Shannon Buchda; Chris Noonan; Lara Hughes; Danielle Dullinger; Tim Dybevik; Julian Schadeck; Grace Woodis; Kim Scibak; Michelle Butler; Beth Schuldt; Keri Huber; Sam Tapia; Jennifer Bower; Blaire Hoven; Virginia Mold; Jacob Bryant; Mark Goiffon; Cody Koenen; Adam Thesing; Mary Chung; Jennine Duda; John Lewis; Dani Vavreck; Jessica Luther; Shana Zaiser; Leah Janus; Heather Casperson.

President Oleheiser called the meeting to order at 10:01 a.m.

Minutes from the Society's 2021 committee meetings, board meetings and general business session were approved on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period from Jan. 15 through March 15 were approved on a motion by Mr. Erspamer, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the Feb. 28, 2021, financial statement as follows:

**MINNESOTA STATE FAIR
CASH TRANSACTION SUMMARY
Month Ending Feb. 28, 2021**

OPERATING ACCOUNT ACTIVITY:

Balance – Jan. 31, 2021		\$	128,954
Add: Cash deposits	\$ 1,193,232		
Less: Payroll ending Feb. 5	(249,652)		
Payroll ending Feb. 19	(255,462)		
Cash disbursements	<u>(508,667)</u>		
		(179,451)	
Balance - Feb. 28, 2021		\$	308,405

BUILDING FUND ACTIVITY:

Balance – Jan. 31, 2021	\$	451
Add: Interest earned		-
Securities purchased		-
Less: Securities redeemed		-
Balance - Feb. 28, 2021	\$	451

CONSTRUCTION ACCOUNT:

Balance – Jan. 31, 2021	\$	-
Add: Note proceeds		-
Interest		-
Less: disbursements		-
Balance - Feb. 28, 2021	\$	-

CASH BALANCES FOR MONTH ENDING:

	<u>2020</u>	<u>2021</u>
Operating account	\$ 3,816,762	\$ 308,405
Petty cash	6,100	6,100
Building fund	451	451
Construction account (note proceeds)	-	-
Total cash balances	<u>\$ 3,823,313</u>	<u>\$ 314,956</u>

After review, the financial statement was approved as presented on a motion by Mr. Hawkins, seconded by Mr. Grunhvd and carried (Aye-9; Nay-0).

Mr. Hammer, Ms. Nathe, Ms. Alexander and Mr. Sinclair reviewed the current status of fairs, festivals and large-scale entertainment in North America. Information only; no action taken.

Mr. Hammer reported on the current session of the Minnesota Legislature and potential impacts on the State Fair. Information only; no action taken.

Mr. Hammer reviewed the possibility of a limited-attendance fair in '21, and the resulting uncertainty that makes it impossible to establish admission fees at this time.

Ms. Nathe, Ms. Alexander, Ms. Edman, Ms. Chung, Ms. Simon, Mr. Hudalla, Mr. Franzmeier and Mr. Sinclair presented a detailed review of planning for the upcoming fair in the context of the evolving covid landscape. Included were discussions on agricultural and creative competitive events, entertainment and marketing, recruiting and hiring staff, commercial exhibits, attractions, operations and facilities management.

President Oleheiser declared the meeting in executive session at 12:11 p.m. The executive session was adjourned and the meeting reopened at 12:46 p.m. on a motion by Ms. Donaldson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The meeting adjourned at 12:52 p.m. on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

**MINNESOTA STATE AGRICULTURAL SOCIETY
MINUTES OF INTERIM ACTIVITIES
March 16 through June 10, 2021**

March

25 - Hammer, Alexander and Chung participated in a meeting of the State Fair Foundation's Diversity, Equity & Inclusion Task Force.

26 - Hammer met virtually with Washington State Fair CEO Kent Hojem, Iowa State Fair CEO Gary Slater and Dale Kivimaki of Freestyle Productions.

26-28 - Legacy Gymnastics State Championships were held at the Warner Coliseum.

29 - Sinclair participated by teleconference in a Showmen's League of America sub-committee meeting regarding philanthropy.

30 - Sinclair, Simon, Quam and Klingner met with Minnesota Street Rod Association representative Tom Vollbrecht Senior and Junior regarding the MSRA's Back to the '50s event.

31 - Sinclair participated in a Showmen's League of America membership meeting.

April

1 - Hammer and Chung participated in a meeting of the State Fair Foundation's Corporate Governance Committee.

5 - Hammer met with CEOs from state fairs in Ohio, Kentucky, Wisconsin and Iowa.

7 - Sinclair and Simon met with Department of Natural Resources representatives Colleen Coyne and Dawn Bahajak regarding the 2021 State Fair.

8 - Hammer, LeVesseur and Brady met with Jim Eichten and Jackie Huegel of Malloy, Montague, Karnowski, Radosevich & Co., P.A. to review their audit of the Society's miniscule financial activities for fiscal 2020. FEMA, the Minnesota Department of Health and National Guard troops from throughout the nation began installation of a covid vaccination clinic on the south Como parking lot.

9-11 - Legacy Gymnastics Level 3-4-5 State Championships were held at the Warner Coliseum.

13-June 8 - FEMA, Minnesota Department of Health and National Guard from throughout the nation operated a covid vaccination clinic serving 2,000 people per day.

14 - Edman and Schoen had a virtual meeting with Tim Schober of the Boys and Girls Clubs of the Twin Cities to discuss employment opportunities.

15 - Hammer, Alexander and Chung participated in a meeting of the State Fair Foundation's marketing committee.

16 - Nathe, Goodrich, LeFebvre, Bower and Koenen toured dormitory spaces on the fairgrounds with health officials from the University of Minnesota and the Minnesota Department of Health, along with the 4-H director of state and county fairs programs. Sinclair participated virtually in an IAFE Ticketing Committee meeting. Noonan attended a board meeting of the Midway Chamber of Commerce.

19 - Hammer met with CEOs from the State Fairs of Indiana, Iowa, Kentucky, Ohio and Wisconsin.

22 - Hammer and Chung participated in a meeting of the State Fair Foundation's development committee.

23 - Hammer, Chung, Alexander, Nathe, Hudalla, Sinclair, Noonan, Simon, Franzmeier, Edman and Schoen participated in a meeting of the State Fair's Diversity, Equity and Inclusion initiative. FFA State Convention session was held at the Miracle of Birth Center.

23-25 - Munchkin Markets Children's Consignment sale was held at the Education Building.

24 - The Minnesota Half Arabian Horse Association Spring Horse Show was held at the Compeer Arena. Casting Crowns concert was presented at the Grandstand parking lot.

24-25 - The Body Mind Spirit Expo was held at the North End Events Center.

27 - Full-time staff attended a Lunch & Learn Zoom meeting featuring Mary Velline, director of the Twin Cities Auto Show. Machinery Hill Criterium bicycle races were held on Machinery Hill roadways.

28 - Hughes participated as a board member at a meeting of the Roseville Visitors Association.

29 - Hammer, Sinclair, Hudalla, Alexander, Nathe, LeVesseur and Bagnoli met with State Department of Employment & Economic Development Commissioner Steve Grove, representatives of the Governor's office and the State Health Department.

30 - Hammer met with Kirk Peyser of the Minnesota Federation of County Fairs.

30-May 2 - Sahara Sands Spring Classic Horse Show was held at the Warner Coliseum and livestock complex.

May

3 - Alexander participated as immediate past president at a board meeting of the International Entertainment Buyers Association.

4 - Sinclair chaired a meeting of the IAFE Education Foundation board. Machinery Hill Criterium bicycle races were held on Machinery Hill roadways.

6-9 - The Friends School Plant Sale was held at the Midway Lot. Friends of the American Saddle Horse Spring Show was held at the Warner Coliseum and livestock complex.

7 - Noonan discussed summer events at the fairgrounds during a meeting of the Midway Chamber of Commerce. The Booyah Bash at the Drive In was presented at the Kidway Lot.

7-8 - State Fair and Sports Team Merchandise Sale was held at the Visitors Plaza.

8 - A private birthday party was held at the North End Events Center.

10 - Tickets for the inaugural State Fair Kickoff to Summer event May 27-31 went on sale through a lottery system; the event quickly sold out.

11 - Sinclair met via teleconference with Gregg Hartley and John Ariale of Husch Blackwell Strategies regarding foreign labor visa legislation. Noonan attended a meeting of the iHeart Media Local Advisory Board.

12 - Virtual Urban Ag Day went live for participating Minneapolis and St. Paul third grade classrooms with lessons taught by various Minnesota FFA chapters. Edman and Schoen participated in a teleconference meeting of the St. Paul Human Resources Association. Noonan attended an executive committee meeting of the Midway Chamber of Commerce.

13 - Hammer and Chung participated in a meeting of the State Fair Foundation's finance committee. Hammer met with Kent Hojem of the Washington State Fair, Gary Slater of the Iowa State Fair and Dale Kivimaki of Freestyle Productions.

15-23 - The Twin Cities Auto Show was presented on the southern half of the fairgrounds.

16 - The Riders and Ribbons Horse Show was held at Compeer Arena.

18 - Grunhovd and Chung participated in an orientation session for new State Fair Foundation board members. Sinclair and Hines met with Greg Klindt, David Finger and Jeff Watson of the Preferred Pickle and Jim Back of Apres Tent Rental to discuss concession placement for the upcoming fair.

19 - Alexander and Noonan met with the State Fair Marketing Coalition to discuss 2021 advertising plans and strategies.

20 - Oleheiser, Grunhovd, Hammer and Chung participated in a meeting of the State Fair Foundation board. Sinclair and Schadeck participated in an IAFE Ticketing Committee meeting.

21 - Noonan attended a board meeting of the Midway Chamber of Commerce.

24-27 - Nathe attended the North American Livestock Show & Rodeo Managers Association annual meeting and convention in Dallas, Texas.

26 - Hammer spoke to a meeting of Meet Minneapolis Convention & Visitors Association. Hughes participated as a board member of Roseville Visitors Association.

27-31 - The Kickoff to Summer at the Fair was held on the southern half of the fairgrounds featuring 24 food vendors, eight merchandise vendors, entertainment and attractions; attendance was limited to 10,000 people for each of seven timeslots.

June

2 - State Fair full-time staff met at the North End Event Center Gallery. Out On A Limb Dance Theater Company held a recital at the International Bazaar Stage.

3 - Giggles' Campfire Grill hosted a corporate party.

3-10 - Schubert Music Club presented an outdoor concert series at Schilling Amphitheater at West End Market.

4-6 - The International Gem & Jewelry Show was held at the Progress Center.

5 - A wedding reception was held at Giggles' Campfire Grill. Triple L Dance Company conducted a dance recital at the Bandshell. BIZ-ingo at the Fair was held at the Education Building. A prayer service was held at the Crossroads Chapel.

6 - General Motors Car Club Association Car Show & Swap Meet was held on Machinery Hill.

8 - The FEMA and Minnesota Department of Health covid vaccine clinic on the South Como parking lots closed. Machinery Hill Criterium bicycle races were held on Machinery Hill roadways.

9 - Noonan attended an executive committee meeting of the Midway Chamber of Commerce. Region 10 Arabian Horse Association Horse Show was held at the Warner Coliseum.

10 - Oleheiser, Grunhovd, Hammer and Chung participated in meeting of the State Fair Foundation's nominating committee. Noonan attended a board retreat of the Midway Chamber of Commerce. Alexander participated on a panel for Leadership St. Paul.

MEETING OF THE SALES COMMITTEE, PLANNING COMMITTEE & GOVERNING BOARD

9 a.m. Friday, June 11, 2021

Libby Conference Center, State Fairgrounds

MEETING OF THE SALES COMMITTEE

Members participating: Joe Scapanski, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Gordy Toenges; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Pam Simon, ex officio.

Members present: Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Debbie Edman; Mary Chung; Cory Franzmeier; Mike Hagen; Jennifer Bower; Steve Grans; Michelle Butler; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Brett Ward; Nikki Hines; Carol Doyle; Heather Brady; Tom Hedin; Sheila Gilbertson; Samantha Gilbertson; Virginia Mold; Blaire Hoven; Lara Hughes; Chris Noonan; Danielle Dullinger; Patrick Schoen; Julian Schadeck; Dani Vavreck; Shana Zaiser; Leah Janus.

Chairman Scapanski called the meeting to order at 9 a.m.

Ms. Simon, Ms. Varriano and Ms. Hines reported on the current status of commercial vendors, sponsors, touring promotional exhibits and food concessionaires. Information only; no action taken.

Mr. Sinclair presented the following list of attraction ticket price adjustments for consideration:

ATTRACTION	CURRENT	REQUESTED	LAST ADJUSTMENT
Ventnor Place Inc. Space Tower	\$4	\$5	2018
Skyfair Inc. SkyGlider one way	\$4.50	\$5	2016
SkyGlider round trip	\$7	\$8	2018
D.M.C., Inc. Skyride one way	\$4.50	\$5	2016
Skyride one way	\$7	\$8	2018
Giant Ride, Inc. Giant Slide	\$2.50	\$3	2013
Biggest Wheel LLC Great Big Wheel	\$5	\$6	New attraction in 2017
Tinsley Amusements Carousel	\$2.50	\$3	2011

After discussion, the attractions price adjustments were approved on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0).

Mr. Sinclair presented the following requests from Adventure Park attraction operators for ticket price adjustments:

ATTRACTION	CURRENT	REQUESTED	LAST ADJUSTMENT
Big Adventures Inc. Turbo Bungy	\$5	\$7	2003
Fun Adventures Inc. Rock Wall	\$5	\$7	2003

Skyscraper Two Ltd. Skyscraper	\$30	\$35	2011
Early Bird	\$25	\$28	2011
Hot Shot Thrill Rides Sling Shot	\$30	\$35	2011
Early Bird	\$25	\$28	2011

The ticket price adjustments were approved after discussion on a motion by Mr. Erspamer, seconded by Mr. Grunhovd and carried (Aye-8; Nay-0).

On a motion by Ms. Johnson, seconded by Mr. Toenges and carried, transfer of Vescio's restaurant structure at 1770 Dan Patch Ave. from Fred Vescio to Jonathan Vescio, VESC, LLC, was approved (Aye-8; Nay-0).

The following recommendations for non-fair events contractor rates were presented:

	CURRENT	RECOMMENDED
Carpenter	\$85 per hour	\$90 per hour
Electrician	\$105 per hour	\$110 per hour
Painter	\$85 per hour	\$90 per hour
Plumber	\$95 per hour	\$106 per hour
Security, Non-licensed (new)		\$30 per hour (4.5 hour min.)

After discussion, the rates were approved on a motion by Mr. Grunhovd, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

The meeting adjourned at 9:28 a.m. on a motion by Mr. Hawkins, seconded by Mr. Toenges and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD

Present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Wally LeVesseur; Pam Simon; Jill Nathe; Debbie Edman; Mary Chung; Cory Franzmeier; Mike Hagen; Jennifer Bower; Steve Grans; Michelle Butler; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Brett Ward; Nikki Hines; Carol Doyle; Heather Brady; Tom Hedin; Sheila Gilbertson; Samantha Gilbertson; Virginia Mold; Blaire Hoven; Lara Hughes; Chris Noonan; Danielle Dullinger; Patrick Schoen; Julian Schadeck; Dani Vavreck; Shana Zaiser; Leah Janus; Joe Bagnoli; Jim Eichten and Jackie Huegel.

President Oleheiser called the meeting to order at 9:30 a.m., followed by introductions of staff and new board members.

The minutes of the March 16 meeting of the board were reviewed and approved on a motion by Mr. Scapanski, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period March 16 through June 10 were approved on a motion by Mr. Fox, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Sales committee action taken earlier in the morning was approved on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

State Fair government relations representative Joe Bagnoli reported on the current status of activities in the Minnesota Legislature and its upcoming special session. Information only; no action taken.

Mr. Eichten and Ms. Huegel of Malloy Montague Karnowski Radosovich & Co., PA, reported on their audit of Society's 2020 miniscule fiscal

activities. Following discussion, the audit was approved on a motion by Mr. Fox, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).
Mr. LeVesseur presented the May financial statement as follows:

**MINNESOTA STATE FAIR
CASH TRANSACTION SUMMARY
Month Ending May 31, 2021**

OPERATING ACCOUNT ACTIVITY:

Balance - April 30, 2021	\$	304,175
Add: Cash deposits	\$	2,467,262
Less: Payroll ending May 14		(283,604)
Payroll ending May 28		(336,005)
Cash disbursements	\$	(557,869)
		1,289,784
Balance - May 31, 2021		\$1,593,959

BUILDING FUND ACTIVITY:

Balance - April 30, 2021	\$	451
Add: Interest earned		-
Securities purchased		-
Less: Securities redeemed		-
Balance - May 31, 2021	\$	451

CONSTRUCTION ACCOUNT:

Balance - April 30, 2021	\$	-
Add: Note proceeds		-
Interest		-
Less: Disbursements		-
Balance - May 31, 2021	\$	-

CASH BALANCES FOR MONTH ENDING:

	2020	2021
Operating account	\$3,915,368	\$ 1,593,959
Petty cash	6,100	6,100
Building fund	451	451
Construction account	-	-
(Note Proceeds)		
Total cash balances	<u>\$ 3,921,919</u>	<u>\$ 1,600,510</u>

After discussion, the statement was approved as presented on a motion by Mr. Hawkins, seconded by Mr. Scapanski and carried (Aye-9; Nay-0).
Mr. Hammer and Mr. LeVesseur presented a resolution authorizing the amendment of the State Fair 2009 Subordinated Indebtedness Note to extend its maturity, and authorizing certain other actions. The complete resolution is on file at the Society offices on the State Fairgrounds. The resolution was approved on a motion by Mr. Grunhovd, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Mr. Hammer and staff offered a review of the State Fair’s first-ever Kick-off to Summer at the Fair event, produced May 27-31 over Memorial Day Weekend. Information only; no action taken.

Ms. Alexander presented the following list of entertainment contracts for the 2021 State Fair:

CONTRACTOR	DATES	TERMS	VENUE
Pink Dog Productions fso Miranda Lambert	8/26	\$550,000 plus 80% over \$650,000	Grandstand Artist
Dirty Dozen Brass Band, LLC	8/27	\$12,500 flat	Grandstand Artist
Doobro Entertainment Corp. fso The Doobie Brothers	8/27	\$450,000 plus 80% over \$562,500	Grandstand Artist
MMM Touring fso Maren Morris	8/27	\$500,000 plus 80% over \$600,000	Grandstand Artist

Nancy Grill fso The Grass Roots	8/28	\$15,000 flat	Grandstand Artist
Little Anthony Independent Inc. fso Little Anthony & The Imperials	8/28	\$30,000 plus 40% over \$175,000	Grandstand Artist
Spinners Performing Arts LLC fso The Spinners	8/28	\$30,000 plus 40% over \$175,000	Grandstand Artist
Lake Street Dive	8/28	\$150,000 flat	Grandstand Artist
TLC	8/29	\$132,500 plus 85% over \$410,000	Grandstand Artist
Valley Touring, Ltd. fso Shaggy	8/29	\$100,000 flat	Grandstand Artist
Bone Thugs-n-Harmony	8/29	\$27,500 flat	Grandstand Artist
Road Dog Touring Inc. fso Tim McGraw	8/31	\$750,000 plus 80% over \$975,000	Grandstand Artist
Electric Rodeo, Inc. fso Midland	8/31	\$125,000 flat	Grandstand Artist
The Chainsmokers	9/2	\$500,000 plus 80% over \$600,000	Grandstand Artist
Okee Dokee Music LLC Okee Dokee Brothers	9/6	\$8,700 flat	Grandstand Artist
Darci & Friends, LLC fso Darci Lynne Farmer	9/6	\$100,00 plus 80% over \$175,000	Grandstand Artist
Perk Global Productions Inc. (Grandstand Stage Manager)	8/26-9/6	\$22,000 flat	Grandstand Production
Eat Your Heart Out Catering (Grandstand Catering)	8/26-9/6	\$20,000 flat plus final payment due upon receipt of invoice	Grandstand Production
RES Specialty Fireworks	8/26-9/6	\$36,354 flat	Grandstand Production
Freestyle Productions, Inc. Grandstand Stage Video	8/26-9/6	\$88,506.88 flat	Grandstand Production
Premier Global Production Co. Grandstand Stage/Roof	8/26-9/6	\$127,738 flat	Grandstand Production
Clair Global Corporation (GS Sound) Grandstand Audio	8/26-9/6	\$78,135.91 flat	Grandstand Production
Premier Global Production Co., Inc. Grandstand Lighting	8/26-9/6	\$42,080 flat	Grandstand Production
P.E.S.O., Inc. Grandstand Ushers	8/26-9/6	Payable upon receipt of invoice \$24/hour per person	Grandstand Production
A.S.I.A., Inc. Grandstand Security	8/26-9/6	Payable upon receipt of invoice \$25.50/hour per person	Grandstand Production
Brian Bourn (Grandstand Follow Spots) Brian Bourn	8/26-9/6	\$3,500 flat	Grandstand Production
We4Show SNC fso DSL* Dire Straits Legacy	8/26-8/27	\$60,000 flat	Bandshell Tonight
Sledge Entertainment LLC fso Sister Sledge	8/28-8/29	\$50,000 flat	Bandshell Tonight

Ezra Ray Hart LLC Ezra Ray Hart	8/30-8/31	\$75,000 flat	Bandshell Tonight
Back Bay Management fso The Legendary Wailers	9/1-9/2	\$40,000 flat	Bandshell Tonight
Bugsy Kershaw LLC fso Roots & Boots featuring Aaron Tippin, Sammy Kershaw and Collin Raye	9/3-9/4	\$33,750 flat	Bandshell Tonight
Collin Raye Entertainment, LLC fso Roots & Boots featuring Aaron Tippin, Sammy Kershaw and Collin Raye	9/3-9/4	\$20,625 flat	Bandshell Tonight
Aaron Tippin dba Tip Top Entertainment fso Roots & Boots featuring Aaron Tippin, Sammy Kershaw and Collin Raye	9/3-9/4	\$20,625 flat	Bandshell Tonight
Yam Haus LLC fso Yam Haus	9/5-9/6	\$35,000 flat	Bandshell Tonight
Tonic Sol-fa, LLC fso Tonic Sol-fa	8/26-8/27	\$9,000 flat	Bandshell Stage
Mike and Marty Party, Inc. fso Shenandoah	8/26-8/27	\$30,000 flat	Bandshell Stage
Rick Vinecki fso Box On	8/26-8/27	\$6,426 flat	Bandshell Stage
Becky Buller Music, LLC fso Becky Buller Band	8/28-8/29	\$7,000 flat	Bandshell Stage
Douglas Raymond Leahy fso Next Generation Leahy	8/28-8/29	\$10,000 flat	Bandshell Stage
Uncle Strudel Touring, LLC fso King Calaway	8/28-8/29	\$11,200 flat	Bandshell Stage
34th Infantry Division "Red Bull" Band	8/30-8/31	No payment needed	Bandshell Stage
The Malpass Brothers	8/30-8/31	\$12,000 flat	Bandshell Stage
Connie Smith	8/30-8/31	\$20,000 flat	Bandshell Stage
We Banjo 3 LLC 3 fso We Banjo	9/1-9/2	\$8,000 flat	Bandshell Stage
Rockland Road LLC fso Rockland Road	9/1-9/2	\$8,000 flat	Bandshell Stage
Rolf Ozark Productions LLC fso Renata The Band	9/1-9/2	\$5,000 flat	Bandshell Stage
Screaming Orphans LLC fso Screaming Orphans	9/3-9/4	\$6,500 flat	Bandshell Stage
Melinda Doolittle	9/3-9/4	\$12,000 flat	Bandshell Stage
Monroe Crossing Inc. dba Monroe Crossing	9/3-9/4	\$7,000 flat	Bandshell Stage
Rosie Flores	9/5-9/6	\$5,500 flat	Bandshell Stage
Rockhouse Productions LLC fso Sunpie & the Louisiana Sunspots	9/5-9/6	\$9,000 flat	Bandshell Stage
Good for Gary	8/28-8/29	\$4,000 flat	Bazaar After Dark
Fabulous Armadillos Inc, fso Takin' It To The Limit: An Eagles Tribute	8/30-8/31	\$4,000 flat	Bazaar After Dark
Guava Entertainment fso Socaholix	9/3-9/4	\$3,500 flat	Bazaar After Dark
Mike Olander dba Jack Brass Band	8/26-8/27	\$3,000 flat	Bazaar Stage
Daniel A. Newton fso Café Accordion Orchestra	8/27-8/28	\$3,500 flat	Bazaar Stage
James L. Dorsey fso fso The Men Of New Hope	8/28-8/29	\$4,000 flat	Bazaar Stage

Breck School fso BATO! BATO! Breck Marimba Ensemble	9/1-9/2	\$1,000 flat	Bazaar Stage
Native Pride Productions Inc. fso Native Pride Dancers	9/3-9/4	\$5,000 flat	Bazaar Stage
Siamia Matuzungidi fso Siamia's Congo Roots	9/3-9/4	\$3,000 flat	Bazaar Stage
Mexico Azteca, Inc. fso Ballet Folklorico Mexico Azteca	9/5-9/6	\$2,000 flat	Bazaar Stage
Sean Emery	8/26-9/6	\$2,500 flat	Family Fair at Baldwin Park
BC Characters, Inc. fso Break-Shop Bump'n, Monster Shop Bump'n	8/26-9/6	\$33,360 flat	Family Fair at Baldwin Park
Linsey Lindberg fso Mama Lou	8/28-8/29	\$2,800 flat	Family Fair at Baldwin Park
Sherlock Studios LLC fso Jared Sherlock	8/30-8/31	\$1,900 flat	Family Fair at Baldwin Park
Charles Lowell Burnes III fso The Chipper Experience	8/27	\$4,500 flat	Family Fair at Baldwin Park
Truvariety Entertainment LLC fso Fantastick Patrick	9/1-9/2	\$2,600 flat	Family Fair at Baldwin Park
Sara Kuuipo Mishina Kunz fso The Flyin' Hawaiian Show	9/3-9/4	\$2,600 flat	Family Fair at Baldwin Park
Lizzy The Dream Girl LLC fso Lizzy, Comedy Stage Hypnosis	9/5-9/6	\$2,500 flat	Family Fair at Baldwin Park
Total Entertainment fso Kidsdance	9/5-9/6	\$2,300 flat	Family Fair at Baldwin Park
Dan Sparkman	8/28	\$70 flat	Milk Run
Rick Recker	8/28	\$350 flat	Milk Run
Sylvain Pienault Vet Ceremony Trumpet Player	8/30	\$100 flat	Misc. Attraction
DL Weatherhead Timberworks Lumberjack Show LLC fso Timberworks Lumberjack Show	8/26-9/6	\$35,500 flat	North Woods
Chris Perondi dba Extreme Canines Stunt Dog Show, All-Star Stunt Dog Splash	8/26-9/6	\$15,000 flat	North Woods
Duane H. Rolstad	8/26-8/29	\$360 flat	Old Iron Show
Jon A Getting	8/26-8/29	\$360 flat	Old Iron Show
Devon Lark	8/26-8/29	\$200 flat	Old Iron Show
Robert D. Wilson, Bob Wilson	8/26-9/6	\$1,080 flat	Old Iron Show
Christopher J. Chadwick, Chris Chadwick	8/26-9/6	\$1,080 flat	Old Iron Show
James Birk	8/26-9/6	\$1,200 flat	Old Iron Show
Jack's PC Consulting LLC fso C. John Deschene	8/26-9/6	\$1,080 flat	Old Iron Show
James M. Quirk, James Quirk	8/26-9/6	\$540 flat	Old Iron Show
David M. Lewerer, David Lewerer	8/26-9/6	\$1,080 flat	Old Iron Show
Joseph Stevermer	8/26-9/6	\$1,200 flat	Old Iron Show
Lorraine Quirk	8/26-9/6	\$540 flat	Old Iron Show
Nancee Wilson Peterson, Nancee Peterson	8/26-9/6	\$1,080 flat	Old Iron Show

Steve L. McDonough, Steve McDonough	8/26-9/6	\$1,080 flat	Old Iron Show
Cecil L. Bechel, Cecil Bechel	8/30-9/6	\$2,880 flat	Old Iron Show
Rickie D. Grufman, Rick Grufman	8/30-9/6	\$2,160 flat	Old Iron Show
Andy Schmidt, Tri-State Judge	8/26-9/4	\$2,310 flat	Parade
Lane Powell, Tri-State Judge	8/26-9/4	\$2,640 flat	Parade
Lane Powell fso Tri-State Judging Association	8/26-9/4	\$2,400 flat	Parade
Anne Elizabeth Sawyer fso Upstanding Stilts	8/26-9/6	\$3,900 flat	Parade
Joseph Stevermer, Red Trolley Tractor	8/26-9/6	\$600 flat	Parade
Lee Jason Sackett, Royalty Tractor	8/26-9/6	\$600 flat	Parade
Paul Husby fso, St. Anthony Park Community Band	8/27	\$100 flat	Parade
Twin Cities Unicycle Club	8/27	\$450 flat	Parade
St. Paul Police Band	8/28	\$250 flat	Parade
River City Rhythm, Inc. River City Rhythm	9/4-9/6	\$900 flat	Parade
Regents of the University of Minnesota U of M Marching Band	9/5	\$2,700 flat	Parade
Women's Drum Center	9/6	\$1,500 flat	Parade
Richard Hollister fso Jack Knife & The Sharps	8/28-8/29	\$1,200 flat	Ramberg Music Cafe
Steven Gary Roehm fso The Neighborhood Trio	8/28-8/29	\$1,800 flat	Ramberg Music Cafe
Joel P. Johnson fso Joey Johnson Band	8/30-8/31	\$1,300 flat	Ramberg Music Cafe
James P. Berner fso Jim Berner's Music Legends	9/1-9/2	\$1,000 flat	Ramberg Music Cafe
William F. Koncar dba Bill Koncar	9/5-9/6	\$1,200 flat	Ramberg Music Cafe
Dottle Boots LLC fso Davina and The Vagabonds	8/26-8/27	\$8,000 flat	West End at Sunset
The Greeting Committee, LLC fso The Greeting Company	8/28-8/29	\$11,000 flat	West End at Sunset
Ashley Kingman fso Big Sandy and His Fly-Rite Boys	8/30-8/31	\$6,000 flat	West End at Sunset
Matt Allen fso NUR-D	9/1-9/2	\$4,000 flat	West End at Sunset
First Avenue Productions, LLC fso First Avenue's 50th Anniversary Celebration, First Avenue's 51st Anniversary Celebration	9/3-9/4	\$7,500 flat	West End at Sunset
MNHS presents History-On-A-Schtick	8/26-9/6	No payment required	West End Market Stage
Fiddle Pal Music fso Barley Jacks	8/28-8/29	\$4,000 flat	West End
Zachary Norton fso Poppa Bear Norton	8/30-8/31	\$2,500 flat	West End
USAF Band of Mid-America Roots in Blue	8/30-8/31	No payment required	West End

Minnesota State Fiddlers Association fso Minnesota State Fiddle Contest	8/28-8/29	\$5,000 flat	West End
Molly Maher fso Molly Maher Band	9/1-9/2	\$3,000 flat	West End
Kristofer Keltgen fso Kris and the Riverbend Dutchmen	9/1-9/2	\$2,250 flat	West End
Jesse Larson	9/3-9/4	\$4,000 flat	West End
Kari Akers fso The Dollys	9/5-9/6	\$2,500 flat	West End
Minnesota Bluegrass & Old-Time Music Association fso MN Americana-Roots - Music Contests	9/3-9/4	\$5,000 flat	West End

The contracts were approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Ms. Nathe provided an update on the status of agricultural and creative competitions and educational programs. Information only; no action taken.

Mr. Hammer recommended the following schedule of admission prices for the '21 State Fair:

Adults (13–64)	\$16
Seniors (65+)	\$14
Kids (5–12)	\$14
Children (4 and under)	Free
Seniors & Kids Days promotions	\$11
Opening Day Adults	\$14
Opening Day Kids & Seniors	\$11
Military Appreciation Day*	\$11
All-ages pre-fair discount	\$13
Vendors & competitors discount	\$12
Auto parking	\$16
Motorcycle parking	\$10

After discussion, the admission price schedule was approved on a motion by Mr. Scapanski, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

Mr. Hammer presented the following list of board-hosted functions for the '21 State Fair: Minnesota Federation of County Fairs lunch Friday, Aug. 27; State Fair Hall of Fame and Life Member lunch Sunday, Aug. 29; and Minnesota Livestock Breeders Association breakfast Thursday, Sept. 2. The functions were approved on a motion by Mr. Hawkins, seconded by Mr. Scapanski and carried (Aye-9; Nay-0).

Ms. Chung provided an update on activities of the State Fair Foundation. Information only; no action taken.

The meeting was declared in executive session at 10:39 a.m. on a motion by Mr. Fox, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

The meeting was re-opened at 11:28 a.m. on a motion by Mr. Erspamer, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

The rate for licensed police officers at non-fair events was set at \$80 per hour on a motion by Mr. Scapanski, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

The meeting adjourned at 11:31 a.m. on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY MINUTES OF INTERIM ACTIVITIES

June 11 through Aug. 25, 2021

June

14 - A memorial gathering for former State Fair vendor and lifelong fair brat Jim Olson was held at the History & Heritage Center.

15 - The State Fair Foundation presented a Grand Champion donor event at the historic Cattle Barn.

18-20 - The Minnesota Street Rod Association's Back To The '50s Weekend was held across the fairgrounds.

22 - Hammer, Hudalla and Alexander attended a "workshop" conducted by the Ramsey County Commissioners.

23-26 - The Tanbark Cavalcade of Roses Horse Show was held at the Warner Coliseum and livestock complex.

24 - Sinclair and Schadeck participated in an IAFE Ticketing Committee meeting.

25-27 - The BMW Ultimate Driving Experience was presented at the north parking lot.

27 - The Northland Vintage Toy, Train, Advertising & Pop Culture Show was held at the Progress Center.

29 - Sinclair and Hines met with Bradford Doolittle of Haas & Wilkerson Insurance to discuss Midway and Kidway operations. The Machinery Hill Criterium Bicycle Race Series continued on north roadways.

July

6 - Sinclair chaired an IAFE Education Foundation Board of Trustees meeting.

7 - Sinclair, Alexander, Nathe, Hines, Doyle, Hughes, Varriano, Butler and Hagen met with representatives of the Minnesota Departments of Health and Agriculture to discuss the upcoming State Fair.

10 - St. Paul Summer Beer Fest was held at the International Bazaar.

14 - Long-time cattle exhibitor, 4-H volunteer, State Fair 50 Year Award winner and Society life member Jim Grass died at his home in Owatonna. Sinclair met with Maxine Davis to discuss disposition of concession operations licensed to herself, Lynn Davis and Greg Tetrault.

15 - Long-time ticket audit superintendent, Society life member and State Fair 50 Year Award winner Dick Reinhardt died at his hometown of Owatonna.

16-18 - O'Reilly Auto Parts Street Machine Summer Nationals car show was held across the fairgrounds.

17-18 - The Capitol Classic Horse Show was presented at Compeer Arena.

20 - The 2021 State Fair Commemorative Art by Kevin Cannon was unveiled at Giggles' Campfire Grill.

22 - Hammer and LeVesseur met Ramsey County CFO Alex Kotze and Deputy CFO Renee Vought to discuss State Fair finance programs. Minnedemo34+ OnRamp Insurance Accelerator Premiere Night was held at the Kidway lot.

23-25 - Minnesota Horse Expo was presented at the Warner Coliseum and livestock complex.

24 - Model Railroad & Hobby Sale was featured at the Education Building.

26 - Hammer and Hudalla met with Jonathan Perman, director of the American Congressional Exchange program, regarding a fair-time visit by U.S. Congressmen Dean Phillips (Minn.) and Rusty Johnson (S.D.).

27 - Hammer, Hudalla, Alexander and LeVesseur attended a meeting of the Ramsey County Commissioners during which a joint powers agreement with the Ramsey County Sheriff for security services was approved.

28 - Hammer gave a presentation to the Large Venues Round Table conducted by the Minnesota Department of Employment and Economic Development.

30 - Hammer, Sinclair, Alexander and Hudalla conducted a conference call with the Society's board of managers to discuss security and fair preparations. Hammer, Sinclair, Hudalla, Alexander and Nathe met with staff of Governor Walz and Assistant Health Commissioner Daniel Huff to discuss fair preparations. Hammer visited former State Fair board

Vice President and Life Member D.J. Leary. Hammer gave a presentation to residents of Lyngblomsten Senior Center. The State Fair and non-profit community group Fraeyo hosted a hiring event at the Employment Center.

August

3 - Length-of-service awards were presented to Mark Goiffon, Jill Nathe, Grace Woodis, Lara Hughes, Matt Steffenhagen, Don Best, Greg Sampson, Beth Schuldt, Pam Simon, Theresa Weinfurtnr and Jim Sinclair during a meeting of full-time staff at the Bandshell. A State Fair Foundation Grand Champion event was presented at the Grandstand.

4 - All Things Cleaning hiring event was hosted at the Employment Center.

5 - Retired State Fair board member and Society life member D.J. Leary, who served brilliantly for 20 years as fifth district vice president, died at his home in Minneapolis.

5-8 - North Central Reining Futurity & Derby Show was held at the Warner Coliseum and livestock complex.

9 - All Things Parking hiring event was held at the Employment Center.

11 - All Things Ticketing hiring event was held at the Employment Center.

14 - Midway and Kidway staff arrived to begin preparations and setup for the State Fair.

16 - Hudalla, Sinclair, Alexander and Hagen participated in a safety and security planning session.

19 - The Minnesota State Fair Foundation hosted 850 fair fans at the Taste of the Fair fundraising event. Edman participated in an employee benefits webinar. Former State Fair auto race and Grandstand production superintendent Neil Larson died at his home in North Carolina.

20 - Hudalla, Alexander, Sinclair and Hagen participated in a severe weather coordination meeting.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD

10 a.m. Tuesday, Aug. 17, 2021

Libby Conference Center

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Gordy Toenges; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ray Erspamer; Danny Grunhovd.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Wally LeVesseur; Leah Janus; Joe Bagnoli.

President Oleheiser called the meeting to order at 10:01 a.m.

The meeting moved to executive session at 10:03 a.m. on a motion by Mr. Toenges, seconded by Mr. Fox and carried (Aye-9; Nay-0). The meeting re-opened at 10:26 a.m. on a motion by Mr. Hawkins, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

The following resolution adopting new State Fair Rule 1.24 was presented for consideration:

Whereas, Minnesota Statutes Chapter 37 vests in the Minnesota State Agricultural Society ("the Society") the rights and responsibilities of the custody, management, and control of the fairgrounds; and

Whereas, Minnesota Statutes Chapter 37 gives the Society the power to make all bylaws, ordinances, and rules consistent with law which it considers necessary or proper for the government of the fairgrounds and all activities to be held on them, including the State Fair; and

Whereas, Minnesota Statutes Chapter 37 law gives the Society the power to make all bylaws, ordinances, and rules consistent with law which it considers necessary or proper for the protection, health, safety, and comfort of the public on the fairgrounds; and

Whereas, the State Fair is an internationally renowned exposition and a time-honored tradition deeply rooted in the attendance and

participation of millions of Minnesotans and beyond, providing priceless educational and social value along with an estimated economic impact of nearly \$300 million in the Twin Cities alone; and

Whereas, the Society considers public safety at the State Fair to be its most important responsibility; and

Whereas, the Society has maintained a policy that private citizens may not bring dangerous weapons into the fairgrounds during the State Fair; and

Whereas, at least 20 percent or more of the 2021 State Fair's patrons will be children; and

Whereas, the presence of weapons at the fairgrounds would put the entire entertainment program in serious jeopardy since standard practice throughout the entertainment industry prohibits weapons in entertainment venues, the presence of weapons conflicts with the Society's contractual obligation to provide artists with a safe and secure environment, and many artists demand that weapons be banned from the venues in which they perform; and

Whereas, the Society's dangerous weapons policy is especially necessary and proper for the 2021 State Fair, because during these turbulent times law enforcement officers must not be unnecessarily burdened with sorting out who may be carrying a firearm; and

Whereas, a group seeking to carry dangerous weapons (by both concealed carry and open carry) on the fairgrounds during the State Fair contends that the Society's dangerous weapons policy is not enforceable because it has not been promulgated as a bylaw, ordinance, or rule within the meaning of Minnesota Statutes Chapter 37; and

Whereas, the Society disagrees with the group's contention but wishes to remove all doubt regarding the Society's policy that State Fair patrons may not bring dangerous weapons into the fairgrounds or possess them, whether by concealed carry or open carry; and

Whereas, both the concealed carry and open carry of dangerous weapons within the fairgrounds would cause discomfort to many patrons, and open carry by groups would be perceived as intimidating, thus harming the reputation of the State Fair as a safe, family-friendly place where all Minnesotans may gather; and

Whereas, the Society's dangerous weapons policy is necessary and proper for the government of the fairgrounds, and for the protection, health, safety and comfort of the public on the fairgrounds, all within the meaning of Minnesota Statutes Chapter 37; and

Whereas, having considered the specific facts and circumstances of the 2021 State Fair, the Society has a compelling interest in maintaining and further implementing its dangerous weapons policy; now, therefore, be it

Resolved, that the Society adopts the following **Rule 1.24 – Dangerous Weapons Policy**:

- (a) The Society's dangerous weapons policy covers all weapons including but not limited to firearms, air-propelled guns and explosive devices.
- (b) The Society shall implement a system of screening (including metal detectors) at the fairground gates, by which persons who wish to be admitted to the fairgrounds shall be notified of the Society's dangerous weapons policy and be screened for dangerous weapons.
- (c) Persons in possession of dangerous weapons will be denied admission to the fairgrounds and their admission tickets will be refunded. Persons may not possess dangerous weapons within the gates of the fairgrounds.
- (d) The Society, through management, may issue written exceptions to this policy for law enforcement and security personnel, and to persons needing to use dangerous weapons in the safe conduct of State Fair business, exhibitions or shows.

After discussion, Rule 1.24 was adopted on a motion by Mr. Toenges, seconded by Mr. Scapanski and carried (Aye-9; Nay-0).

Staff provided updates on security procedures, commercial exhibits and attractions, entertainment and marketing. Information only; no action taken.

The meeting adjourned at 10:48 a.m. on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

21 - State Fair staff's Around The Fair Committee presented the annual State Fair Kickoff Staff Al Fresco Breakfast & Revue at the Bandshell.

24 - The State Fair Foundation's First Glance and 2021 State Fair Fine Arts Show Preview were presented at the Fine Arts Center.

25 - Princess Kay of the Milky Way 2021 was crowned by the Midwest Dairy Association during ceremonies at the Bandshell. Sinclair participated in an OABA Government Relations Committee meeting.

26 - The 2021 Great Minnesota Get-Back-Together opened at 6 a.m.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD

9:15 a.m. Friday, Aug. 27, 2021

Officers Quarters, State Fairgrounds

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhord; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Debbie Edman; Leah Janus; Joe Bagnoli.

President Oleheiser called the meeting to order at 9:29 a.m.

Minutes from the board meeting of June 11, 2021, were reviewed and approved on a motion by Mr. Fox, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

Minutes of interim activities from the period of June 7 through Aug. 25 and the Aug. 17, 2021, board meeting were approved on a motion by Mr. Toenges, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The financial statement for July 31, 2021, was presented by Mr. Hammer as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

Month Ending July 31, 2021

OPERATING ACCOUNT ACTIVITY:

Balance-June 30, 2021		\$2,265,457
Add: Cash deposits	\$3,739,269	
Less: Payroll ending July 9	(336,541)	
Payroll ending July 23	(310,358)	
Cash disbursements	(1,257,177)	
		1,835,193
Balance-July 31, 2021		\$4,100,650

BUILDING FUND ACTIVITY:

Balance-June 30, 2021	\$	451
Add: Interest earned		-
Securities purchased		-
Less: Securities redeemed		-
Balance-July 31, 2021	\$	451

CONSTRUCTION ACCOUNT:

Balance-June 30, 2021	\$	-
Add: Note proceeds		-
Interest		-
Less: Disbursements		-
Balance-July 31, 2021	\$	-

CASH BALANCES FOR MONTH ENDING:

	<u>2020</u>	<u>2021</u>
Operating account	\$2,484,591	\$4,100,650
Petty cash	6,100	23,413
Building fund	451	451
Construction account (note proceeds)	-	-
Total cash balances	<u>\$2,491,142</u>	<u>\$4,124,514</u>

After discussion, the statement was approved on a motion by Mr. Fox, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Mr. Bagnoli and Ms. Janus reported on recent legal activities, after which the board offered their congratulations for their outstanding and successful efforts.

The following entertainment contracts were presented by Mr. Hammer:

CONTRACTOR	DATES	TERMS	VENUE
Pink Dog Ell Entertainment, LLC fso Lindsay Ell	8/26	\$10,000 flat	Grandstand Artist
Anchored Touring, Inc. fso Noah Schnacky	8/27	\$5,000 flat	Grandstand Artist
Patrick Murphy	8/27	\$2,500 flat	Grandstand Artist
Megan Kriedler fso Kiss The Tiger	8/28	\$2,500 flat	Grandstand Artist
Low Cut Connie	8/28	\$17,500 flat	Grandstand Artist
Lake Street Dive Touring LLC fso Lake Street Dive – amended	8/28	\$150,000 plus 80% over \$270,000 for 1 to 12,000 paid tickets. \$150,000 plus 85% over \$270,000 for more than 12,000 paid tickets.	Grandstand Artist
Valley Touring, LTD. fso Shaggy	8/29	\$5,000 flat (Hotel)	Grandstand Artist
Gashi	9/2	\$10,000 flat	Grandstand Artist
Kevin's Music LLC fso Kevin Costner and Modern West	9/3	\$175,000 plus 85% over \$275,000	Grandstand Artist
Destroyers, Inc. fso George Thorogood	9/4	\$100,000 plus 80% over \$200,000	Grandstand Artist
Night Ranger, LLC	9/4	\$50,000 flat	Grandstand Artist
Perk Global Productions Inc. (Grandstand Stage Manager) Amended	9/26-9/6	\$23,000 flat	Grandstand Production
Clair Global Corporation (Grandstand Sound) – Amended	8/26-9/6	\$75,710 flat	Grandstand Production
A.S.I.A., Inc. (Concert Security) Amended	8/26-9/6	Payable upon receipt of invoice, \$27/ hour per person	Grandstand Production
Freestyle Productions, Inc.	8/26-9/6	\$72,940 flat	Grandstand Production
Brian Bourn (Grandstand Follow Spots)	8/26-9/6	\$3,500 flat	Grandstand Production
We4Show SNC fso DSL*Dire Straits Legacy (Canceled–Amended)	8/26-8/27	\$60,000 flat	Bandshell Tonight
GDA Music Group, Inc. fso Gear Daddies	8/28-8/29	\$30,000 flat	Bandshell Tonight
Douglas Raymond Leahy fso Next Generation Leahy (Canceled–Amended)	8/28-8/29	\$10,000 flat	Bandshell Stage
Parlay Music Group fso Kazual	8/28-8/29	\$10,000 flat	Bandshell Stage
Mystic Biscuit, Inc. fso Pam Tillis	8/30-8/31	\$20,000 flat	Bandshell Stage

Connie Smith (Canceled–Amended)	8/30-8/31	\$20,000 flat	Bandshell Stage
Jeff Dayton	9/1-9/2	\$6,600 flat	Bandshell Stage
We Banjo 3 LLC fso We Banjo 3 (Canceled–Amended)	9/1-9/2	\$8,000 flat	Bandshell Stage
The Sweet Colleens LLP fso The Sweet Colleens	9/3-9/4	\$4,000 flat	Bandshell Stage
Screaming Orphans LLC fso Screaming Orphans (Canceled–Amended)	9/3-9/4	\$6,500 flat	Bandshell Stage
Malamanya Music LLC fso Malamanya	9/5-9/6	\$4,000 flat	Bandshell Stage
James Brown fso Jaybee and The Routine	8/26-8/27	\$4,000 flat	Bazaar After Dark
Salvador Aguilar fso Banda La Verdadera	9/1-9/2	\$5,000 flat	Bazaar After Dark
Ka Lia Yang fso Ka Lia Universe & Friends	9/5-9/6	\$4,000 flat	Bazaar After Dark
Phoenix Chinese Dance Academy	8/28-8/29	\$3,000 flat	Bazaar Stage
Indonesian Performing Arts fso Sumunar Indonesian Music & Dance	8/30-8/31	\$1,200 flat	Bazaar Stage
Kathleen Ann Johnson fso Tha Ma Muz	8/30-8/31	\$3,000 flat	Bazaar Stage
Breck School fso BATO! BATO! Breck Marimba Ensemble	9/1-9/2	\$1,000 flat	Bazaar Stage
Ujamaa Place fso Ujamaa Music Group	9/1-9/2	\$2,150 flat	Bazaar Stage
Sotarico, LLC fso Maria Isa & Friends	9/1-9/2	\$4,500 flat	Bazaar Stage
Guava Entertainment fso KOFI & The Fire Keepers	9/5-9/6	\$2,500 flat	Bazaar Stage
Greg Frisbee	8/28-8/29	\$2,800 flat	Family Fair at Baldwin Park
Ballet Minnesota, Inc.	8/26-8/28	\$1,400 flat	Misc. Attractions
Benjamin Domask-Ruh fso Yellow Apple Circus	8/26-8/28	\$1,400 flat	Misc. Attractions
Twin Cities Trapeze Center	8/26-8/28	\$1,400 flat	Misc. Attractions
Ragamala Dance fso Students of the Ragamala Training Center	8/26-8/28	\$1,400 flat	Misc. Attractions
Elba Castillo fso Mexica Yolotl	8/29-8/31	\$1,400 flat	Misc. Attractions
Darcey Engen Sod House Theater	8/29-8/31	\$1,400 flat	Misc. Attractions
Black Storytellers Alliance	9/1-9/3	\$1,400 flat	Misc. Attractions
Collide Theatrical Dance Co.	9/1-9/3	\$1,400 flat	Misc. Attractions
Scott Reynolds fso Mixed Precipitation	9/1-9/3	\$1,400 flat	Misc. Attractions
Whitney McClusky fso Duniya Drum & Dance	9/1-9/3	\$1,400 flat	Misc. Attractions
Chinese American Association of Minnesota fso CAAM Chinese Dance Theater	9/4-9/6	\$1,400 flat	Misc. Attractions

Neal Skoy fso Street Sweeper Cirkus	9/4-9/6	\$1,400 flat	Misc. Attractions
Zorongo Flamenco, Inc. fso Zorongo Flamenco Dance Theatre	9/4-9/6	\$1,400 flat	Misc. Attractions
Robert A. McDonough	8/26-9/6	\$1,800 flat	Old Iron Show
Lee Jason Sackett	8/26-9/6	\$1,200 flat	Old Iron Show
Shannon M. Sackett	8/26-9/6	\$1,200 flat	Old Iron Show
Karrin Sackett	8/26-9/6	\$1,200 flat	Old Iron Show
Henry Reiner	8/26-9/6	\$1,200 flat	Old Iron Show
Sherry Reiner	8/26-9/6	\$1,200 flat	Old Iron Show
Steven G. Bauer	8/26-9/6	\$3,000 flat	Old Iron Show
Joe Beckrich	8/26-9/6	\$600 flat	Old Iron Show
Rodney Mondor	8/26-9/6	\$1,080 flat	Old Iron Show
Paul Thomas Bainbridge fso Paul & Jobie Bainbridge	8/26-9/6	\$800 flat	Old Iron Show
Master Custom Homes	8/26-9/6	\$1,800 flat	Parade
Master Custom Homes	8/26-9/6	\$3,300 flat	Parade
Master Custom Homes	8/26-9/6	\$1,800 flat	Parade
Master Custom Homes	8/26-9/6	\$3,300 flat	Parade
Master Custom Homes	8/26-9/6	\$600 flat	Parade
Thomas W. Logan fso Tom's Carousel Music	8/26-9/6	\$400 flat	Parade
Paul Husby fso St. Anthony Park Community Band	8/27	\$100 flat	Parade
Twin Cities Unicycle Club	8/27	\$450 flat	Parade
Minneapolis First Seventh Day Adventists Church fso Pathfinders Drill Team	8/29 & 9/5	\$800 flat	Parade
James Matthew Cooper fso Polkarobics	8/26-8/27	\$2,000 flat	Ramberg Music Café
Soave Brothers LLC fso Tom Hunter	8/26-8/27	\$1,000 flat	Ramberg Music Café
David Jay Hull fso Dakota Dave Hull & Friends	8/30-8/31	\$2,000 flat	Ramberg Music Café
John Wright fso PK Mayo	9/1-9/2	\$2,000 flat	Ramberg Music Café
Philip E. Heywood fso Phil Heywood & Eric Lugosch	9/3-9/4	\$2,000 flat	Ramberg Music Café
Sarah York fso Hello Heartache	9/3-9/4	\$1,750 flat	Ramberg Music Café
Joseph Scanlon fso Lolos Ghost	9/5-9/6	\$1,750 flat	Ramberg Music Café
Danica Scofield	9/4	\$100 flat	Talent Contest
Kathleen Thompson	9/5	\$100 flat	Talent Contest
Shawnessy Lau	9/4	\$500 flat	Talent Contest
Mae Simpson Music LLC fso Mae Simpson	9/5-9/6	\$4,000 flat	West End at Sunset
Jesse Larson (Canceled-Amended)	9/3-9/4	\$4,000 flat	West End Market Stage
James Samuel Harris, Sr. fso Cornbread Harris	9/3-9/4	\$3,000 flat	West End Market

Vicki Lewis Price fso Joe & Vicki Price	9/5-9/6	\$1,000 flat	West End Market
Kurt Jorgenson fso The Jorgensens	8/27	\$3,000 flat	West End Market
Mary Cutrufello fso Mary Cutrufello Band	8/27	\$2,000 flat	West End Market

Mr. Hammer was authorized to make miscellaneous ticket refunds and payment of minor claims as he deems appropriate on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Mr. Hammer presented the following list of State Fair Scholarship winners:

Lafe Aarsvold, Altura; Kelsey Biel, Harmony; Anakin Bosek, Garfield; McKayla Carlson-Hughes, Stanchfield; Maxwell Ehrich, Elmore; Abby Foss, Cambridge; Wyatt Halvorson, Goodridge; Ryan Hegland, Northfield; Lily Krona, Bemidji; Jordan Mueller, Arlington; Megan Olson, Hastings; Mikayla Opatz, Springfield; Issabella O'Rourke, Wells; Isabelle Patterson, Kenyon; Hayden Poquette, Wanamingo; Sophia Portner, Sleepy Eye; Megan Ratka, Sleepy Eye; Anna Ridenour, Dodge Center; Bryce Skiba, North Branch; Haley Van Nurdén, Sunburg. The scholarship winners were approved on a motion by Ms. Anderson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

A proclamation honoring the Enestvedt Family with the State Fair Legacy Award, co-presented by the State Fair Foundation, was approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The meeting adjourned at 10:50 a.m. on a motion by Mr. Hawkins, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD

10 a.m. Sunday, Sept. 5, 2021

Officers Quarters, State Fairgrounds

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhøvd; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Debbie Edman; Leah Janus.

President Oleheiser called the meeting to order at 9:59 a.m.

Minutes of the board meeting conducted Aug. 27, 2021, were reviewed and approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Mr. Hammer offered a report on action taken at the Aug. 25 meeting of the Honorary Life Member committee. The recommendation to nominate State Fair board President Ron Oleheiser for honorary life membership in the Society was accepted on a motion by Mr. Fox, seconded by Mr. Wichmann and carried (Aye-9; Nay-0); President Oleheiser's name will be placed in nomination at the Society's annual meeting in January 2022. The motion also included the committee's recommendation to name the State Fair Medical Aid Station after former Chief of Police and Ramsey County Sheriff Chuck Zacharias, and forward the recommendation to the Honors Committee for consideration.

Mr. Hammer provided an update on activities of the 2021 State Fair. Information only; no action taken.

The board authorized an annual contribution of \$5,000 to the State Fair employees club to provide partial funding for employee club functions and beverages used by employees and visitors on a motion by Mr. Scapanski, seconded by Mr. Fox and carried (Aye-9; Nay-0).

It was moved by Mr. Scapanski, seconded by Mr. Erspamer and carried that members of the board and certain staff members designated by Mr. Hammer be authorized to attend the International Association of Fairs & Expositions 2021 international convention in San Antonio, Texas (Aye-9; Nay-0).

The dates of the 2022 Minnesota State Fair were set for Thursday, Aug. 25 through Labor Day, Sept. 5, on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

The next meeting of the Society's board of managers was set for Tuesday, Nov. 9, 2021.

Monday, Dec. 27, 2021, was approved as a paid holiday for State Fair full-time staff on a motion by Mr. Scapanski, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The meeting adjourned at 10:50 a.m. on a motion by Mr. Erspamer, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY MINUTES OF INTERIM ACTIVITIES

Aug. 26 through Nov. 9, 2021

August

26 - The 2021 Great Minnesota Get-Back-Together opened at 6 a.m., marking a historic return after cancellation of the 2020 exposition. Later that morning, Society President Ron Oleheiser presided over the official State Fair opening ceremony at the Bandshell. Minnesota Congressman Dean Phillips hosted South Dakota Congressman Dusty Johnson at the fair as part of the American Congressional Exchange program. Opening Day also featured two separate storms and the first-ever cancellation of the State Fair daily parade after it started.

27 - The Society hosted the Minnesota Federation of County Fairs board to lunch at Heffron Park.

29 - State Fair Hall of Famers and Honorary Life Members of the Society gathered for lunch outside the Officers Cottage.

30 - State Fair 50 Year Awards, recognizing a half-century of participation in the Great Minnesota Get-Together, were presented to 13 individuals during ceremonies at the Hugh & Margaret Schilling Amphitheater at West End Market. The State Fair hosted a meeting of the Roseville Rotary Club at Heffron Park.

31 - Military Appreciation Day featured discounted admission for service members plus a variety of special activities, including a ceremony at the State Fair Veterans Garden, programs at the Bandshell and Dan Patch Park, and other activities throughout the fairgrounds. Governor Tim Walz, U.S. Senator Amy Klobuchar and U.S. Army Major General Shawn Manke presented Hammer with a proclamation recognizing the State Fair's 10-year partnership with Minnesota's military to present Military Appreciation Day at the fair.

September

2 - Marianne Walker of Stearns County and Arthur Kaunonen of Isanti County were named Minnesota's Outstanding Senior Citizens during Senior Day ceremonies at the Bandshell. The State Fair Foundation conducted a board meeting at Heffron Park; during the meeting, the Fair and Foundation's State Fair Legacy Award was presented to the Enestvedt family recognizing their long multigenerational participation at the State Fair. The State Fair hosted the Minnesota Livestock Breeders' Association to breakfast at Heffron Park.

5 - At a special ceremony honoring State Fair staff, 16 employees were recognized for their outstanding service, and five of this group were presented with State Fair MVP Awards: Susan Ritt, marketing; Megan Currier, Foundation; Bryan Kelling, Milking Parlor; Teo Lund-Dybevik, operations; and Natasha Mortenson, Miracle of Birth Center and Education Programs.

6 - The 2021 Great Minnesota Get-Together closed with astonishing attendance of 1.3 million visitors; due to the pandemic, it was the best-attended event in the world to that point in nearly two years. Visitors included a delegation from the San Antonio Livestock Show & Rodeo and Wisconsin State Fair CEO Kathleen O'Leary.

7 - Sinclair presided over an online meeting of the IAFE Education Foundation Board of Trustees.

9 - Sinclair attended a teleconference board meeting of the Outdoor Amusement Business Association.

10 - State Fair staff attended an appreciation lunch at Giggles' Campfire Grill.

10-25 - Ramsey County Household Hazardous Waste collection was held at the south Como parking lot.

11 - Parking for University of Minnesota Gopher Football was provided at the Grandstand lots. Mancini's al Fresco held a private event.

12 - Minnesota Water Garden Society Cleanup was held near the Agriculture-Horticulture Building.

16 - Hudalla, Hagen and Blair attended a post-fair review of safety and security programs with members of the Ramsey County Sheriff's Office, State Patrol and other law enforcement partners.

17 - A Cretin High School class reunion was held at Giggles' Campfire Grill.

17-20 - Minnesota 4-H Horse Show was presented at the Warner Coliseum and livestock complex.

18 - The TC Model Railroad Club held their annual model railroad show and hobby sale at the Education Building. A celebration of life honoring Don Craighead was held at the Horton Pavilions in Heffron Park. A drop-off point for St. Paul's city-wide community cleanup was provided at the north parking lots. A Cretin High School class reunion was held at Giggles' Campfire Grill.

19 - The Viking Chapter Antique Motorcycle Club held their fall swap meet at the north parking lots. Shuttle parking for the Twin Cities Community Walk was provided at the south Como parking lot. Giggles' Campfire Grill hosted a private event.

20-Oct. 1 - City and County snow plow operator training exercises were held on the south Como parking lots.

21 - Minnesota Information Systems Security Association presented cyber security speaker sessions at the Schilling Amphitheater.

22 - Edman participated in a webinar on employee benefits programs. Giggles' Campfire Grill hosted a private event. Sinclair met with Dave Rustad of Midwest ATM to review cash machine operations at the 2021 State Fair.

23 - The State Fair Foundation held its volunteer appreciation dinner at the North End Event Center, attended by President Oleheiser, Vice President Fox, Mr. Hammer, Ms. Chung and Foundation staff. A Cretin High School class reunion was held at Giggles' Campfire Grill.

23-27 - The Western Saddle Club Horse Show was held at the Warner Coliseum and livestock complex.

24-26 - Munchkin Markets' Fall Children's Consignment Sale was held at the Education Building.

25 - Midwest Comic Book Association's Fall Con XL was held at the Grandstand. The south Como lots were used for bus parking for the U of M's Roy Griak Invitational cross country race. Parking for University of Minnesota Gophers football was provided at the Grandstand lots. A private event was held at O'Gara's.

25-26 - The Twin Cities Mission Furniture & 20th Century Design Sale was held at the Fine Arts Center. The State 4-H Dog Show was held at the 4-H Building, campground and nearby blocks. The Pay Gap Comedy & Music Festival was held at the Schilling Amphitheater. The Minnesota Mineral Club's Annual Rock, Mineral & Gem Show was held at the Dairy Building.

26 - Edman and Schoen attended a meeting of the St. Paul Human Resources group. The Gopher State Buick Club Swap Meet was held at the north parking lots.

30 - Oleheiser, Grunhovd, Hammer and Chung participated in a meeting of the State Fair Foundation nominating committee. Memorial Blood Centers held their annual "What's Your Type?" fundraiser at the North End Event Center. A private event was held at Giggles' Campfire Grill.

October

- 1-3 - The Fall Festival Arabian Horse Show was held at the Warner Coliseum and livestock complex.
- 2 - A Bat Mitzvah celebration was held at the North End Events Center.
- 2-3 - The Minneapolis St. Paul Military Relic Show was held at the Progress Center. The Antique Spectacular Fall Show was held at the Grandstand.
- 3 - Hammer attended the 35th Annual Big Island Rendezvous & Festival in Albert Lea and visited the nearby Freeborn County Fairgrounds.
- 3-5 - Alexander participated the International Entertainment Buyers Association Annual Conference in Nashville, Tenn.
- 5-10 - The Minnesota Harvest Horse Show was held at the Coliseum and livestock complex.
- 7 - Hammer and Chung participated in a meeting of the State Fair Foundation's corporate governance committee.
- 8-9 - Twin Cities Oktoberfest was held at the Progress Center.
- 9 - FairWear Liquidation Sale was held at the Visitors Plaza.
- 11 - A flu clinic for staff was held at the Libby Conference Center.
- 13 - Sinclair participated in an online meeting of the OABA Circle of Excellence committee. The Fall FFA Invitational career and leadership development program was held at Compeer Arena.
- 14-16 - Alexander and other music industry leaders participated in the Leadership Music program in Nashville, Tenn.
- 15 - Sinclair attended an online meeting of the Showmen's League of America long-range planning committee.
- 16 - Rain Taxi's Twin Cities Book Festival was presented at the Progress Center. Minnesota State 4-H Horse Show was held at Compeer Arena. Shuttle parking for University of Minnesota Gophers football was provided at the Grandstand lots.
- 21 - Hammer and Chung participated in a meeting of the State Fair Foundation's Finance & Investment Committee.
- 21-24 - Minnesota Beef Expo, presented by the State Fair, was held at the Warner Coliseum and livestock complex.
- 23 - Shuttle parking for University of Minnesota Gophers football was provided at the Grandstand lots.
- 26 - Edman attended the first of two virtual employment law seminar presented by Fredrikson & Byron.
- 28 - Oleheiser, Grunhord, Hammer and Chung participated in a meeting of the State Fair Foundation board at the Libby Conference Center. Hammer and Hudalla met electronically with Ramsey County officials Toni Carter and Scott Williams, State Public Safety officials John Harrington and Booker Hodges and State Patrol Commander Matt Langer to discuss State Fair law enforcement and security services.
- 30 - The Schmitt-Ogburn wedding was held at the History & Heritage Center.

November

- 1-4 - Skills driving training for T-Mobile staff was held at the Robin Lot.
- 2 - Sinclair presided over an online meeting of the IAFE Education Foundation Board of Trustees.
- 3 - Sinclair, Simon, Doyle, Casey and Cunningham met with representatives of Minnesota DNR to review the 2021 State Fair and discuss plans for 2022. A joint online meeting of the OABA Mobile Housing and Circle of Excellence committees was attended by Sinclair.
- 4 - Hammer and Hudalla met with Ramsey County Sheriff Bob Fletcher and Deputy Sheriff Ron Knafla to discuss safety and security programs.
- 6 - Shuttle parking for those willing to attend the University of Minnesota Gopher football game was provided at the Grandstand parking lots.

9 - Minnesota Horse Council board of directors met at the FFA Chapter House.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD AND SALES & PLANNING COMMITTEES

9 a.m. Wednesday, Nov. 10, 2021

History & Heritage Center, State Fairgrounds

MEETING OF THE SALES COMMITTEE

Members present: Joe Scapanski, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Danny Grunhord; Jeff Hawkins; Gail Johnson; Gordy Toenges; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Pam Simon, ex officio.

Also present: Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Debbie Edman; Heather Brady; Jim Rougier; Sheila Gilbertson; Sean Casey; Cory Franzmeier; Mike Hagen; Steve Grans; Patrick Schoen; Jennifer Bower; Carol Doyle; Nikki Hines; Melissa Varriano; Emily Quam; Bailey Anderson; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Virginia Mold; Blaire Hoven; Samantha Gilbertson; Chris Noonan; Danielle Dullinger; Lara Hughes; Tim Dybevik; Julian Schadeck; Julie Samec; Mary Chung; Danyl Vavreck; Leah Janus.

Chairman Scapanski called the meeting to order at 9 a.m.

Mr. Sinclair, Ms. Simon, Ms. Hines and Ms. Varriano reviewed sales division activities and 2021 revenue totaling \$13 million from food and beverage concessions, commercial exhibits, ticketed attractions including Midway and Kidway, sponsorships and touring promotional exhibits. The report will be reviewed by the sales committee and considered for approval at the board's next meeting in January.

The sales committee meeting adjourned at 9:25 a.m. on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

MEETING OF THE PLANNING COMMITTEE

Members present: Gordy Toenges, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Danny Grunhord; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Cory Franzmeier, ex officio; Sean Casey, ex officio.

Also present: Jim Sinclair; Renee Alexander; Wally LeVesseur; Pam Simon; Jill Nathe; Debbie Edman; Heather Brady; Jim Rougier; Sheila Gilbertson; Mike Hagen; Steve Grans; Patrick Schoen; Jennifer Bower; Carol Doyle; Nikki Hines; Melissa Varriano; Emily Quam; Bailey Anderson; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Virginia Mold; Blaire Hoven; Samantha Gilbertson; Chris Noonan; Danielle Dullinger; Lara Hughes; Tim Dybevik; Julian Schadeck; Julie Samec; Mary Chung; Danyl Vavreck; Leah Janus; Joe Bagnoli.

Chairman Toenges called the meeting to order at 9:26 a.m.

Mr. Hudalla reviewed State Fair operations, followed by a recap of \$1.3 million in facilities maintenance projects undertaken in 2021. He then presented a proposed budget of standard maintenance projects for 2022 totaling \$1.5 million. Following discussion, the proposed 2021 maintenance projects were approved on a motion by Mr. Scapanski, seconded by Mr. Grunhord and carried (Aye-8; Nay-0). The projects will be included in the comprehensive capital and maintenance budgets to be considered at the Society's January meetings.

The planning committee meeting adjourned at 10:05 a.m. on a motion by Mr. Hawkins, seconded by Mr. Wichmann and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhord; Jeff

Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Jim Sinclair; Renee Alexander; Brian Hudalla; Wally LeVesseur; Pam Simon; Jill Nathe; Debbie Edman; Heather Brady; Jim Rougier; Sheila Gilbertson; Cory Franzmeier; Sean Casey; Mike Hagen; Steve Grans; Patrick Schoen; Jennifer Bower; Carol Doyle; Nikki Hines; Melissa Varriano; Emily Quam; Bailey Anderson; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Virginia Mold; Blaire Hoven; Samantha Gilbertson; Chris Noonan; Danielle Dullinger; Lara Hughes; Tim Dybevik; Julian Schadeck; Julie Samec; Mary Chung; Danyl Vavreck; Leah Janus; Joe Bagnoli.

President Oleheiser called the meeting to order at 10:17 a.m.

Minutes of the board meeting conducted Sept. 5, 2021, were reviewed and approved on a motion by Mr. Hawkins, seconded by Mr. Grunhove and carried (9-0; Nay-0).

Minutes of interim activities covering the period Aug. 26 through Nov. 9, 2021, were reviewed and approved on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-9; Nay-0).

Action taken earlier by the planning committee was approved on a motion by Mr. Erspamer, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

Mr. Bagnoli reviewed recent activities of various governmental agencies, and reported on the upcoming session of the Minnesota legislature and issues that may affect the State Fair. Information only; no action taken.

Mr. LeVesseur presented the October financial statement as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

Month Ending Oct. 31, 2021

OPERATING ACCOUNT ACTIVITY:

Balance-Sept. 30, 2021		\$12,038,848
Add: Cash deposits	\$3,468,722	
Less: Payroll ending Oct. 1	(287,243)	
Payroll ending Oct. 15	(290,317)	
Payroll ending Oct. 29	(284,454)	
Fair payroll	(44)	
Cash disbursements	(8,721,778)	
	(6,115,114)	
Balance-Oct. 31, 2021		\$5,923,734

BUILDING FUND ACTIVITY:

Balance-Sept. 30, 2021	\$	452
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance-Oct. 31, 2021	\$	452

CONSTRUCTION ACCOUNT:

Balance-Sept. 30, 2021	\$	-
Add: Note proceeds		
Interest	-	
Less: Disbursements		
Balance-Oct. 31, 2021	\$	-

CASH BALANCES FOR MONTH ENDING:

	<u>2020</u>	<u>2021</u>
Operating account	\$1,534,737	\$5,923,734
Petty cash	6,100	6,100
Building fund	451	452
Construction account (note proceeds)	-	-
Total cash balances	<u>\$1,541,288</u>	<u>\$5,930,286</u>

After review, the statement was approved on a motion by Mr. Grunhove, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

Mr. Schoen reported on hiring seasonal and fair-time staff during the pandemic. Information only; no action taken.

Mr. LeVesseur reviewed fair-period payroll for 80 departments totaling \$1.8 million. Information only; no action taken.

Ms. Nathe reported on the '21 State Fair's agriculture, horticulture, creative arts and education contests; more than 12,000 people entered nearly 27,000 animals, farm and dairy products, creative and fine art works and education projects. Information only; no action taken.

Ms. Alexander reviewed State Fair marketing, entertainment, promotions, guest services and comprehensive educational programs. Information only; no action taken.

Ms. Quam and Ms. Anderson provided background on the return of non-fair events following a very quiet 2020 due to the pandemic. Information only; no action taken.

A license for the sale of beer was granted for the Feb. 19, 2022, Beer Dabbler event on a motion by Mr. Scapanski, seconded by Mr. Grunhove and carried (Aye-9; Nay-0).

Ms. Chung reported on activities of the State Fair Foundation during 2021, including grants totaling nearly \$1 million to support the State Fair's facilities, environment and educational programs. Information only; no action taken.

Mr. Fox introduced a motion by the State Fair Honors Committee to elect long-time State Fair mainstay and Midway PhD Jim Sinclair to the State Fair Hall of Fame. The motion was seconded by Mr. Scapanski and carried by acclamation. Mr. Sinclair will be formally inducted into the Hall of Fame during the Society's annual meeting in January.

Ms. Edman reported on the upcoming joint conventions of the Society, Minnesota Federation of County Fairs and Midwest Showmen's Association. Information only; no action required.

President Oleheiser declared the meeting in executive session at 12:12 p.m. The meeting was reopened at 1:04 p.m. on a motion by Ms. Johnson, seconded by Mr. Toenges and carried (Aye-9; Nay-0), and adjourned at 1:05 p.m. on a motion by Mr. Scapanski, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY ANNUAL MEETING

Jan. 13-16, 2022

DoubleTree by Hilton Hotel, Bloomington

The 163rd annual meeting of the Society, held in conjunction with the annual conventions of the Minnesota Federation of County Fairs and the Midwest Showmen's Association, opened Thursday, Jan. 13, at the DoubleTree Hotel in Bloomington, Minn.

MEETING OF THE SALES & PLANNING COMMITTEES 5 p.m. Thursday, Jan. 13, 2022

SALES COMMITTEE

Members present: Joe Scapanski, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Dan Grunhove; Jeff Hawkins; Gail Johnson; Gordy Toenges; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Pam Simon, ex officio.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Sean Casey; Mike Hagen; Cory Franzmeier; Carol Doyle; Melissa Varriano; Danielle Dullinger; Julie Samec; Jennifer Holmes; Jim Rougier; Debbie Edman; Kim Scibak; Mary Chung; Shana Zaiser; Dani Vavreck.

Chairman Scapanski called the meeting to order at 5:05 p.m.

Ms. Hines presented the following ticket prices for attractions at the 2022 State Fair:

CONCESSIONAIRE	ATTRACTION	2022 TICKET PRICE(S)
Big Adventures Inc.	<u>Turbo Bungy</u>	\$7
Biggest Wheel LLC	Ferris Wheel	\$6
D.M.C., Inc.	Skyride	\$5 one-way \$8 round trip
Fun Adventures, Inc.	<u>Rock Climbing Wall</u>	\$7
Giant Ride, Inc.	Giant Slide	\$3
Hot Shot Thrill Rides, Inc.	<u>Sling Shot</u>	\$35 per rider Early Bird: \$28 per rider from opening to 1 p.m.
K & M Recreation, Inc.	Haunted House	\$5
Krazy Maze LLC	Krazy Maze	\$5
Mighty Midway/Kidway	Rides & Games of Skill (Advance Purchase)	\$1 single ticket \$25 for 28 tickets (\$.893 per ticket) \$50 for 60 tickets (\$.834 per ticket) \$15 for 20 tickets (\$.750 per ticket)
Skyfair, Inc.	Skyscraper (Early Bird)	\$35 per rider \$28 per rider from opening to 1:00 p.m.
Spineless Wonders	Butterfly House	\$3.50
Tinsley Amusements, Inc.	Carousel	\$3
Ventnor Place, Inc.	Space Tower	\$5

Attractions underlined are located in Adventure Park and operate on a central ticket system.

After review, the ticket prices were approved as presented on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0).

Ms. Hines reviewed the following fees for percentage attractions at the 2022 State Fair:

CONCESSIONAIRE	ATTRACTION	2021%	2022%
Big Adventures, Inc.	<u>Turbo Bungy</u>	25%	25%
Biggest Wheel LLC	Ferris Wheel	20%	25%
D.M.C., Inc.	Skyride	30%	30%
Fun Adventures, Inc.	<u>Rock Climbing Wall</u>	25%	25%
Giant Ride, Inc.	Giant Slide	30%	30%
Grandstand Artist Merchandise Sales	Artist CDs/DVDs Other Merchandise	10% 20%	10% 20%
Hot Shot Thrill Rides	<u>Sling Shot</u>	25%	25%
K & M Recreation, Inc.	Haunted House	30%	30%
Krazy Maze LLC	Krazy Maze	25%	25%
Mighty Midway and Kidway	Kidway Rides and Shows Midway Rides and Shows Games of Skill	43% 41% 23%	43% 41% 23%
Skyfair, Inc.	SkyGlider	30%	30%
Skyscraper Two, Ltd.	<u>Skyscraper</u>	25%	25%
Spineless Wonders	Butterfly House	20%	20%
Tinsley Amusements, Inc.	Carousel	40%	40%
Ventnor Place, Inc.	Space Tower	25%	25%

Attractions underlined are located in Adventure Park.

The percentage fees above represent the fee(s) payable to the Minnesota State Fair on receipts from ticket sales associated with operation of the preceding attractions. Percentages are applied as follows: state sales tax (7.375%) is deducted from gross receipts and reconciliation between the Minnesota State Fair and concessionaires is made on the net of tax balance.

After discussion, the attraction percentage fees were approved as presented on a motion by Mr. Grunhove, seconded by Mr. Erspamer and carried (Aye-8; Nay-0).

Ms. Hines presented the following concessionaires recommended for beer and wine licenses at the '22 State Fair:

CONCESSIONAIRE	BLOCK	LOCATION
Andrus Concessions, Inc. dba Andy's Grill (Robert and Joseph Andrus)	Block 42	1774 Carnes Ave., Arcade Bldg. Malt Beverages
Ball Park Cafe, Inc. dba Ball Park Cafe (Daniel and David Theisen)	Block 35	1312 Underwood St., Crossroads Bldg. Malt Beverages & Cider
Blue Plate Restaurant Company Inc., dba The Blue Barn (Stephanie Shimp, David Burley)	Block 27	1839 W. Dan Patch Ave. Malt Beverages & Minn. Wine
Tres-C, Inc. dba Café Caribe (Joel and Mary Chesin)	Block 42	1770 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine
Chi-Dogs, Inc. dba Chicago Dogs (Anne Chesin)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Coasters, Inc. dba Coasters (Paul & Diana Hohenwald)	Block 42	1804 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine
Dino's Gyros (Constantin & Jason Adamidis and Alysia Anderson)	Block 36	1701 Carnes Ave. Malt Beverages
Werner's Frontier, Inc. dba Frontier Bar (Richard C. Werner)	Block 42	1790 Carnes Ave., Arcade Bldg. Malt Beverages
American Restaurant, Inc. dba RC's Barbecue (Randy Jernberg and Charlie Torgerson)	Block 28	1801 Dan Patch Ave., Bldg. 289A Malt Beverages
French Creperie (Marc Vezies and Tracy Anderson)	Block 36	1711 Carnes Ave. Minnesota-Produced Wine
Giggles' Campfire Grill LLC dba Giggles' Campfire Grill (Timothy Weiss)	Block 19	1520 Cooper St. Malt Beverages & Minn. Wine
H.M.H. of Saint Paul, Inc. dba Shanghaied Henri's (Henry, Ellen and Megan Hanten)	Block 47	1658 Judson Ave., International Bazaar Malt Beverages & Minn. Wine
Hildebrand Concessions, Inc. (Jan Hildebrand)	Block 28	1755 Dan Patch, Bldg. 286S Malt Beverages & Minn. Wine
CMK Investments Co. dba Leinie Lodge (Robert J. Kirschner)	Block 34	1302 Cooper St., Bandshell Malt Beverages
Lancer Management Services, Inc. (Tony Arvidson and Brittany Mayer-Schuler)	Block 50	1784 Judson Ave., Coliseum Malt Beverages & Minn. Wine
FireFly Group, Inc. dba LuLu's Public House (Charlie Burrows and Mike Brennan)	Block 27	1839 W. Dan Patch Ave. Malt Beverages
Mancini's al Fresco LLC dba Mancini's al Fresco (Pat and Jane Mancini and Patricia Ketchmark)	Block 36	1715 Carnes Ave. Malt Beverages & Minn. Wine

Mintahoe, Inc. dba Minnesota Wine Country (James McMerty)	Block 44	1271 Underwood St. Minnesota-Produced Wine
Midway Men's Club (Tom Thomas)	Block 30	1354 Underwood St. Malt Beverages
M.J. Financial Group, Inc. dba Ragin Cajun (Ronald Jacob)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
O'Gara's Bar & Grill, Inc. dba O'Gara's at The Fair (Daniel and Kris O'Gara)	Block 34	1626 Dan Patch Ave. Malt Beverages & Minn. Wine
Cuisine Concepts dba Tejas (Wayne Kostroski and Mark Haugen)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Lancer Management Services, Inc. dba MN Craft Brewers Guild (Tony Arvidson and Brittany Mayer-Schuler)	Block 45	1263 Cooper St., Ag-Hort Bldg. Malt Beverages
GSH Food Services, Inc. dba The Hideaway (Brian and Jennie Enloe)	Block 28	1760 Dan Patch Ave., Grandstand Malt Beverages and Minn. Wine
The Hangar Group, LLC dba The Hangar (Nate and Stephanie Janousek)	Block 12	1673 Murphy Ave., Bldg. 121 Malt Beverages

After discussion, the concessionaires were approved for beer and wine licenses on a motion by Mr. Wichmann, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

Ms. Simon offered the following list of commercial vendors recommended for multiple-site licenses at the '22 State Fair:

CONCESSION-EXHIBIT	DESCRIPTION	SITES
Andrew, Mark	French Fries/S'Mores	2
Big Dog Corn Dogs	Corn Dogs, Footlong, Hot Dogs & Beverages	2
Butcher Boys	London Broil Sandwiches/ Sausages	2
Candy Factory	Candy, Caramel Corn, Popcorn Apples on-a-stick, Beverages	2
Cenaiko Enterprises, Inc.	Chamois & Shami Mops/ JD Salsa	2
Cotton Candy, Immerman	Cotton Candy	3
Cotton Candy, K. Yahr	Cotton Candy	3
Dandy Souvenirs	Novelties, Souvenirs & Toys	8
Delrick Enterprises	Popcorn, Caramel Corn, Caramel Apples & Beverages	2
Fresh French Fries, Wozniak	Fresh Cut French Fries	2
Gary Crutchfield Concessions	Cheese on a Stick	2
Giant Ride, Inc.	Giant Slide/Cheese on a Stick	2
Gopher State Ice Co., Abdo	Big Fat Bacon/Ice (Ice=Wholesale permit only)	2
Gripsticks First 2 Market	Bag Sealers & Refrigeration/ Air Purifiers	2
Icee USA Corp.	Icee Frozen Beverages	3
Midwest Dairy Association	Ice Cream, Milk & Dairy Foods	2

Minn. Honey Producers	Honey, Honey Ice Cream & Honey Candy	2
Minne-Kabob Foods	Kabobs	2
MSF Foundation	MN State Fair	7
Netterfield's Lemonade & Popcorn	Popcorn, Caramel Corn/Sausage, Corndogs, Hamburgers	2
Orange Treet Sales	Orange Treet Drink & Smoothies/ Dairy Bar	2
Poncho Dog, L. O'Neil	Hot Dogs on a Stick	3
Schroder Concessions, Inc.	Popcorn, Caramel Corn & Caramel Apples, Cheese Curds/Bratwurst	4
Stafford Enterprises	Mops, Dusters, Cleaners, Accutherapy Machine	2
Starr International	Wine Bottle Openers/Miracle Whisk	2
Super Dog, R. Groscurth	Corn Dogs & Beverages	2
Syndicate Sales Corp.	Vegetable Cutters/Salsa Makers/ Magic Play Sand	4
Wee Dazzle	Novelties, Souvenirs & Toys	4

Following discussion, the multiple-site vendors were approved on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

Ms. Quam and Ms. Anderson offered a report on year-round events at the State Fairgrounds. After the report, rate adjustments for non-fair rental fees were presented by Mr. Hammer. After discussion, the rate adjustments were approved as presented on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0). Approved rates are on file at the Society's administrative offices on the fairgrounds.

Non-fair event license for alcohol sales was approved for Chop Liver Craft Beer Festivals, Inc., (St. Paul Beer Fest June 11) on a motion by Mr. Grunhovid, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

The sales committee meeting adjourned at 5:27 p.m. on a motion Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

MEETING OF THE PLANNING COMMITTEE

Members present: Gordy Toenges, chairman; Ray Erspamer; Joe Fox; Dan Grunhovid; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Sean Casey, ex officio; Cory Franzmeier, ex officio.

Also present: Renee Alexander; Wally LeVesseur; Debbie Edman; Jim Rougier; Michelle Butler; Theresa Weinfurter; Steve Grans; Brett Ward; Dennis Larson; Danyl Vavreck.

Chairman Toenges called the meeting to order at 5:27 p.m.

Mr. Hammer provided a timeline of State Fair facilities construction along with a detailed review of capital and maintenance investment during the past two decades. Information only; no action taken.

Mr. Hudalla presented maintenance project recommendations for 2022 totaling \$1.65 million. A summary of the project list follows, and includes projects previously approved at the Nov. 11, 2021, meeting of the board:

2022 MAINTENANCE BUDGET SUMMARY

E. Structure Maintenance	\$ 615,000
F. Land Maintenance	
F.I. Fencing & Fixtures	10,000
F.II. Land	90,000

FIII. Sewer System	<u>66,000</u>
FIV. Streets & Sidewalks	<u>150,000</u>
FV. Water Distribution System	<u>114,000</u>
FVI. Gas Distribution System	<u>2,000</u>
TOTAL Land Maintenance	\$ 432,000
G. Personal Property Maintenance	<u>\$ 175,000</u>
H. Vehicle Maintenance	<u>\$ 98,000</u>
H. Electric Plant Maintenance	<u>\$ 355,000</u>
TOTAL Maintenance	\$ 1,675,000

After review and discussion, Mr. Fox moved, Mr. Erspamer seconded and motion carried that the '22 maintenance budget be approved by the committee as presented and recommended to the full board for approval (Aye-8; Nay-0). Included in the motion was staff authority to adjust, shift, add or cancel specific line items as appropriate to accommodate changes that occur throughout the budget year.

The planning committee adjourned at 5:39 p.m. on a motion by Mr. Hawkins, seconded by Mr. Wichmann and carried (Aye-8; Nay-0).

MEETING OF THE BOARD OF MANAGERS 10:15 a.m. Friday Jan. 14, 2022

Present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Debbie Edman; Pam Simon; Mike Hagen; Michelle Butler; Theresa Weinfurter; Patrick Schoen; Virginia Mold; Samantha Gilbertson; Mary Chung; Shana Zaiser; Dani Vavreck; Joe Bagnoli.

President Oleheiser called the meeting to order at 10:21 a.m.

Mr. Hammer and Mr. LeVesseur offered a report on sources of revenue and expense in '21, two decades of annual cash flow, trends in admission ticket sales and long-term debt position. Information only; no action taken.

State Fair counsel Joe Bagnoli reported on the upcoming session of the Minnesota legislature and potential issues that may affect the Society.

Mr. Hammer reviewed the proposed operating budget and projected year-end cash position for 2022, followed by discussion on the budget's relationship to maintenance projects. Information only; no action taken.

Ms. Alexander, Ms. Nathe and Ms. Simon provided detailed background on the '22 outlook for entertainment, marketing, education, agriculture and creative contests, commercial exhibits, food and beverage vendors, rides and attractions. Information only; no action taken.

President Oleheiser declared the meeting adjourned at 11:55 a.m.

MEETING OF THE BOARD OF MANAGERS 2:45 p.m. Friday, Jan. 14, 2022

Present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

The meeting was called to order at 2:55 p.m. by President Oleheiser and declared in executive session.

The meeting was adjourned by President Oleheiser at 4:59 p.m.

DISTRICT CAUCUSES OF THE SOCIETY 11:15 a.m. Saturday, Jan. 15, 2022

Delegates from the second, sixth and eighth districts met in caucus to

certify nominees for election to the State Fair board of managers during the Society's general business session Sunday, Jan. 20. Selected were Jeff Hawkins of Inver Grove Heights (second district), Kirk Peysar of Aitkin (sixth district) and Ray Erspamer of Hibbing (eighth district).

GENERAL BUSINESS SESSION OF THE SOCIETY 8:30 a.m. Sunday, Jan. 16, 2022

Delegates, staff and friends of the Minnesota State Fair met for breakfast and convened in general session at 8:35 a.m. President Oleheiser opened the meeting and asked State Fair CEO Jerry Hammer for his report. His report was accepted by the membership.

Long-time State Fair employee and Maestro of the Midway Jim Sinclair was inducted into the State Fair Hall of Fame, and presented with his award by Mr. Hammer.

President Oleheiser called for a report of the credentials committee by Kathy Travis of Ramsey County. The committee report was presented as follows and adopted as read:

Credential forms submitted to the State Agricultural Society have been inspected by the full committee. All credentials have been found to be in order with the following exceptions:

There were three statewide associations that did not file with the secretary of state as required by Dec. 20, 2021. There was one county fair credential that did not have the correct information. Members of the Credentials Committee do attest to the actions noted above on the 15th day of January 2022.

President Oleheiser called for a report of the resolutions committee. Committee member Kathy Travis of Ramsey County presented the following resolutions for consideration by the Society:

2022 Approved and Adopted Resolutions

Whereas, the presentation of the Great Minnesota Get-Back-Together replenished critically needed hope and joy and restored deeply rooted traditions into the fabric of our state amidst ever-evolving challenges in 2021; now, therefore be it

Resolved, that the Minnesota State Agricultural Society, on behalf of its members,

1. Recognizes that safely presenting the return of the Minnesota State Fair was trailblazing and marked one of the first successful comebacks of a large-scale event after nearly 18 months of profoundly disappointing cancellations;
2. Acknowledges with gratitude that the complexities of presenting the State Fair in 2021 called for monumental effort and support from thousands – concessionaires, vendors, agriculturalists, livestock and horse exhibitors, performers, artists, sponsors, donors, competitors, demonstrators, volunteers, contractors, state and local agencies and officials, local and national media, neighbors, the boards and staff of the Minnesota State Fair and the Minnesota State Fair Foundation, 1,301,584 guests, and those who wished us well even though they weren't able to join in person; and
3. Places paramount importance on our memberships in industry associations and on our partnerships with allied organizations, including 4-H, FFA, the International Association of Fairs and Expositions, Minnesota Federation of County Fairs, Outdoor Amusement Business Association, National Independent Concessionaires Association, International Entertainment Buyers Association, Midwest Showmen's Association and others, as we continue to navigate new challenges and broaden our expertise on how best to move our industry forward locally, nationally and internationally.

Whereas, the future of the Minnesota State Fair remains bright after persevering through two years with drastically reduced operating revenue; now, therefore, be it

Resolved, that the Minnesota State Agricultural Society,

1. Reaffirms its commitment to vigorously pursue excellence in all aspects of its operation and mission to educate and engage people by presenting a culturally rich world-class showcase of agriculture, entertainment and the innovative exchange of knowledge and ideas; provide outstanding customer service in a safe, clean, well-maintained environment that is accessible to all; and offer exceptional value while remaining financially independent through sound and fiscally responsible management;
2. Appreciates that the enduring success of the State Fair depends on the creative energy, inspiration, dedication and hard work of countless staff, volunteers, exhibitors, vendors and other committed partners;
3. Prioritizes the maintenance, preservation and improvement of the historic 322-acre State Fairgrounds and understands that the care of its facilities is essential to the fulfillment of the State Fair's mission; and
4. Continues to strive to set new standards and amplify the great depths of the State Fair's impact as one of the world's premier, most-respected expositions.

Whereas, the prestige that the Minnesota State Fair enjoys today is due to the significant, combined efforts of many individuals; now, therefore be it

Resolved, that the Society extends its condolences and recognizes with deep sadness the passing in 2021 of Society members and State Fair friends:

Loren Abraham, five-year employee in the admissions department; Byron Anderson, Washington County Fair swine superintendent for 41 years and State Fair Livestock Auction board member for 25 years; Ivan Arnold, patriarch of Arnold Amusements Inc., ride owner/operator at the Minnesota State Fair; Tim Behrend, member of the International Alliance of Theatrical Stage Employees (IATSE) with 40 years of State Fair service; Donald and Patricia Bougie, longtime Dole Whip concessionaires; Charles Christians, Minnesota Livestock Breeders' Association Hall of Fame member and fair-time Swine Department employee; Kerry Dikken, sandblasting artist who produced Minnesota State Fair Foundation commemorative bricks; Melvin "Bud" Dorsey, longtime horse exhibitor and 50 Year Award recipient in 2012; Bob Duerr, owner/operator of the Bob's Snake Zoo attraction and 50 Year Award recipient in 2016; Henry Fox, who served on the Dakota County Fair board for 70 years; Mary Kay Glaus, former facilities employee; Jim Grass, livestock exhibitor recognized with a 50 Year Award in 1990, Minnesota Livestock Breeders' Association 4-H auction organizer and honorary life member of the Society; R. Bertram "Bert" Greener, former Minnesota State Fair Foundation legal counsel and board member and newly elected emeritus board member; Dr. Tom Hagerty, State Fair Official Veterinarian from 2001 to 2017 and honorary life member of the Society; Judy Hawton, wife of Jerry Hawton, recently retired swine superintendent and honorary life member of the Society; Mel Hazelwood, owner of Minnesota Rusco, fair exhibitor and sponsor; Bob Kohnen, owner of the Haunted House attraction at the State Fair; Norma Kruzel, Como gate ticket seller for 10 years; Neil Larson, former Minnesota State Fair race promoter and Grandstand production superintendent; D.J. Leary, vice president of the Society board of managers for 20 years and elected in 2021 to honorary life membership in the Society; Dale McMahon, 53-year employee in the admissions department; Duane Nelson, information booth employee for 14 years; Bill Nisbit, State Fair information booth employee for more than 25 years; Nancy Oleheiser, State Fair friend and mother of Minnesota State Agricultural Society board chair Ron Oleheiser; Dietz Parker, audio engineer at the West End and Heritage Square stages, 2012-21; Betty Pollitt, Creative Activities judge for 34 years; Dick Reinhardt, State Fair ticket audit superintendent from 1966 to 2013, 50 Year Award recipient in 2009 and honorary life member of the Society; Carol Rustad, gate ticket sales employee for 17 years; Roger Schley, swine exhibitor and three-time winner of the largest

boar competition; Jim Smith, admissions employee for four years; Alan Stone, operator of the State Fair Deli in the Food Building for 31 years; Gregory Tetrault, husband of Maxine Davis of Davis Concessions, including Rainbow Ice Cream (at the fair 1929-2019), Lingonberry Ice Cream and Potato Man and Sweetie; Norman Tolchiner, owner of Crazy Louie's Surplus City at the State Fair for 50 years; Val Watje, longtime Charolais cattle exhibitor; Ron Williams, game operator with Ann Sedlmayr/Ann's Concessions; Fred Willis, proprietor of the Cinnamon Rolls stand in the Food Building; Russ Wirt, Guernsey cattle exhibitor and former board chair of the Minnesota Board of Animal Health; and Charles Zacharias, former Minnesota State Fair chief of police 1977-78.

Whereas, as the Minnesota State Fair reflects on the challenges and great opportunities that our global community faces in 2022, now, therefore be it

Resolved, that the Society and its statewide network of stakeholders

1. Urges the continued prioritization of the health and safety of our state; and
2. As a driving force of nearly \$300 million in estimated economic impact in the Twin Cities alone plus immeasurable reach throughout the region, we support actions that also promote economic health and strengthen the fair industry, tourism, our affiliated businesses and the ability for us to get together.

Whereas, this 163rd annual gathering of the Minnesota State Agricultural Society welcomed back our members and friends after missing a year of in-person meetings; now, therefore be it

Resolved, that the Society thanks all those who participated in this meeting and contributed to its success. We look forward to the upcoming year.

The resolutions were adopted as read.

President Oleheiser conducted the election of Society president for a term of one year. Joe Scapanski of Sauk Rapids was elected and assumed the chair.

Former board president and Honorary Life Member of the Society Paul Merkins of Stewart nominated immediate past president Ron Oleheiser for life membership in the Society; Mr. Oleheiser was elected by acclamation.

President Scapanski then proceeded to conduct elections as follows: Sara Donaldson of Minneapolis was re-elected to a two-year term as fifth district vice president; Jeff Hawkins of Inver Grove Heights was elected to a three-year term as second district representative; Kirk Peysar of Aitkin was elected to fill one year of an unexpired three-year term as sixth district representative; and Ray Erspamer of Hibbing was re-elected to a three-year term as eighth district representative.

With no further business to be brought before the Society, President Scapanski declared the meeting adjourned at 11:03 a.m.

MEETING OF THE BOARD OF MANAGERS

11 a.m. Sunday Jan. 16, 2022

Present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhord; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Jill Nathe; Debbie Edman; Pam Simon; Jim Rougier; Brett Ward; Sean Casey; Michelle Butler; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Mike Hagen; Patrick Schoen; Kim Scibak; Grace Woodis; Chris Noonan; Danielle Dullinger; Lara Hughes; Tim Dybevik; Julian Schadeck; Samantha Gilbertson; Virginia Mold; Blaire Hoven; Nikki Hines; Emily Quam; Bailey Anderson; Jennifer Holmes; Mary Chung; Dani Vavreck; Shana Zaiser.

President Scapanski called the meeting to order at 10:21 a.m.

Ms. Edman administered oaths of office to newly-elected board members as follows:

Joe Scapanski of Sauk Rapids, president (one-year term); Sara Donaldson of Minneapolis, fifth district vice president (two-year term); Jeff Hawkins of Inver Grove Heights, second district representative (three-year term); Kirk Peysar of Aitkin, sixth district representative (one-year balance of unexpired three-year term) and Ray Erspamer of Hibbing, eighth district representative (three-year term).

On a motion by Mr. Fox, seconded by Ms. Donaldson and carried, Jerry Hammer of St. Paul was re-appointed to a one-year term as executive vice president of the Society (Aye-9; Nay-0). Ms. Edman administered the oath of office to Mr. Hammer.

Minutes of the board meeting conducted Nov.11, 2022, were reviewed and approved on a motion by Ms. Johnson, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period Nov. 11, 2021, through Jan. 13, 2022, were approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the financial statement for Dec. 31, 2021, as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY Month Ending Dec. 31, 2021

OPERATING ACCOUNT ACTIVITY:

Balance - Nov. 30, 2021		\$ 1,374,132
Add: Cash deposits	\$ 1,414,291	
Less: Payroll ending Dec. 10	(290,846)	
Payroll ending Dec. 24	(249,850)	
Cash disbursements	<u>1,517,305</u>	
		(643,710)
Balance - Dec. 31, 2021		\$730,422

BUILDING FUND ACTIVITY:

Balance - Nov. 30, 2021	\$ 452
Add: Interest earned	
Securities purchased	
Less: Securities redeemed	
Balance - Dec. 31, 2021	\$ 452

CONSTRUCTION ACCOUNT:

Balance - Nov. 30, 2021	\$ -
Add: Note proceeds	
Interest	
Less: Disbursements	
Balance - Dec. 31, 2021	\$ -

CASH BALANCES FOR MONTH ENDING:

	<u>2020</u>	<u>2021</u>
Operating account	\$562,784	\$ 730,422
Petty cash	6,100	6,100
Building fund	451	452
Construction account	<u>-</u>	<u>-</u>
(Note proceeds)		
Total cash balances	<u>\$ 569,335</u>	<u>\$ 736,974</u>

After review, the statement was approved as submitted on a motion by Mr. Erspamer, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

The following recommendations for the Society's designated depository, signature authorization and security funds transfer were presented by Mr. LeVesseur:

Bremer Bank as the depository for the Society's operating account, payroll account and premium fund account with the following signatory

authority: Operating account – Jerry Hammer and Wally LeVesseur with “Hammer/LeVesseur” signature imprint authorized for operating account; Regular and fair-period payroll account - Jerry Hammer with “Hammer” signature imprint authorized for payroll funds; Premium account - Jerry Hammer with “Hammer” signature imprint authorized for premium account; Security fund transfer resolution - Jerry Hammer or Wally LeVesseur. After discussion, the preceding was approved on a motion by Ms. Donaldson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The following standing committee appointments for 2022 were presented by President Scapanski:

Finance - Hawkins, chairman; Donaldson; Erspamer; Grunhovid; Johnson; Toenges; Scapanski, ex officio; Hammer, ex officio; LeVesseur, ex officio; Brady, ex officio.

Foundation Nominating - Grunhovid, chairman; Fox; Hawkins; Hammer.

Governmental Affairs - Donaldson, chairman; Fox; Hawkins; Johnson; Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio.

Honors - Toenges, chairman; Alexander; Hudalla; Nathe; Scapanski, ex officio; Hammer, ex officio.

Life Member Advisory - Oleheiser, chairman; Baker; Foss; Keenan; Krueger; Lake; Merkins; Paulson; Prokosch; Schmidt; Simons; Wenzel; Wessel; Scapanski, ex officio; Hammer, ex officio; Edman, ex officio.

Operations - Fox, chairman; Donaldson; Erspamer; Grunhovid; Johnson; Wichmann; Scapanski, ex officio; Hammer, ex officio; Hudalla, ex officio; Hagen, ex officio; Casey, ex officio; Franzmeier, ex officio.

Planning - Johnson, chairman; Fox; Donaldson; Erspamer; Grunhovid; Hawkins; Peysar; Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio; LeVesseur, ex officio; Casey, ex officio.

Public Affairs - Erspamer, chairman; Donaldson; Grunhovid; Hawkins; Peysar; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Noonan, ex officio.

Rules & Premiums - Wichmann, chairman; Fox; Erspamer; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Nathe, ex officio; LeFebvre, ex officio.

Sales - Wichmann, chairman; Fox; Donaldson; Erspamer; Grunhovid; Hawkins; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Simon, ex officio; Hines, ex officio.

The committee assignments were approved on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

The following liaison assignments and department superintendents were presented by President Scapanski:

Administration - Johnson

Employment Office - Hawkins

Competition

Bee Culture - Toenges (Alex King, superintendent)

Beef Cattle - Hawkins (Ed Barrett, superintendent)

Christmas Trees - Toenges (Kim Ustruck, superintendent)

Creative Activities - Erspamer (Curt Pederson, superintendent)

Dairy Cattle - Erspamer (Deb Kraus, superintendent)

Dairy & Boer Goats - Peysar (Mark Boorsma & Gretchen Sankovitz, superintendents)

Dairy Products - Johnson (Lisa Ramacher, superintendent)

Dog Trials - Peysar (JoAnna Yund, superintendent)

K-12 Competition - Fox

Farm Crops - Toenges (Ron Kelsey, superintendent)

Fine Arts - Fox (Jim Clark, superintendent)

Flowers - Toenges (Phyllis Andrews, superintendent)

4-H - Grunhovd (Amber Greeley, superintendent)

Fruits - Toenges (Lou Quast, superintendent)

FFA - Toenges (T.J. Brown, superintendent)

Horses - Wichmann (Don Bauleke & Teresa LeFever, superintendents)

Llamas - Donaldson (Jen Rouillard Tichy, superintendent)

Milking Parlor - Donaldson (Doris Mold, superintendent)

Miracle of Birth - Grunhovd

Poultry - Johnson (Paul Bengtson, superintendent)

Seniors - Donaldson

Sheep - Fox (Jo Bernard, superintendent)

Swine - Grunhovd

Vegetables - Toenges (Phil Klint, superintendent)

Entertainment - Hawkins

Grandstand Production - Toenges (Gary Perkins, superintendent)

Heritage Exhibits - Peysar (Jan Bankey, superintendent)

Finance - Erspamer

Gate ticket sales - Fox (JoAnn Ferry, superintendent)

Midway ticket sales - Wichmann (Damara Jefferson & Anne Nyumah, superintendents)

Marketing - Donaldson

Operations - Wichmann

Admissions - Johnson (Dave Woodis, superintendent)

Park & Ride - Grunhovd

Parking - Erspamer (Joe Casarez, superintendent)

Public Safety - Hawkins (Ron Knafla, Chief of Police)

Sanitation - Fox

Sales - Wichmann

Attraction Ticket Takers - Wichmann

The appointments were approved on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

President Scapanski declared the meeting in recess for committee meetings.

OPERATIONS COMMITTEE MEETING

Chairman Fox called the meeting to order.

Mr. Hammer presented the following gate admission policy for the '22 State Fair for consideration:

"Entry into the Minnesota State Fair shall be contingent solely upon the presentation and/or surrender of a valid ticket of admission in accordance with the most current schedule of gate prices as established by the board of managers."

The gate admission policy was adopted as presented on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

The operations committee meeting was adjourned on a motion by Mr. Erspamer, seconded by Mr. Grunhovd and carried (Aye-5; Nay-0).

PUBLIC AFFAIRS COMMITTEE MEETING

Chairman Erspamer called the meeting to order.

Ms. Noonan presented advertising, marketing and publications budgets for 2022. After discussion, the budgets were approved on a motion by Mr. Hawkins, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Grunhovd, seconded by Mr. Hawkins and carried (Aye-5; Nay-0).

RULES & PREMIUM LIST COMMITTEE MEETING

Chairman Wichmann called the meeting to order.

Authority was granted to Mr. Hammer's delegate to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the Society's 2022 operating budget on a motion by Ms. Johnson, seconded by Mr. Toenges and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Erspamer, seconded by Ms. Johnson and carried (Aye-5; Nay-0).

FINANCE COMMITTEE MEETING

Chairman Hawkins called the meeting to order.

The 2022 operating and maintenance budgets, reviewed in detail earlier in the weekend by the board, along with authority to implement flexible pricing for Grandstand events, were approved on a motion by Mr. Grunhovd, seconded by Erspamer and carried (Aye-5; Nay-0).

The finance committee meeting adjourned on a motion by Mr. Erspamer, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

President Scapanski reconvened the meeting of the board.

Action taken earlier by the sales, planning, operations, public affairs, rules & premium list and finance committees was approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

After discussion, the following admission fee schedule for the 2022 State Fair was approved on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-9; Nay-0):

Adults (13-64)	\$17
Seniors (65 and over)	\$15
Kids (5-12)	\$15
Children (4 and under)	Free
Seniors & Kids Days promotions	\$12
Opening Day Adults	\$15
Opening Day Kids & Seniors	\$12
Military Appreciation Day*	\$12
Auto parking	\$17
Motorcycle parking	\$11
All-ages pre-fair discount	\$14
Vendors & competitors discount	\$13

* Discount applies to active military, spouses and kids; retired military and spouses; and military veterans and spouses. All must present valid documentation of military service.

Mr. Hudalla reviewed the status of current agreements with building trades contractors Toltz, King, Duvall & Anderson architects and engineers; Collins Electric, Inc. electricians; Maertens-Brenny Construction Co.; and Spriggs Plumbing & Heating, Inc.; the contractor agreements were approved on a motion by Mr. Fox, seconded by Mr. Johnson and carried (Aye-9; Nay-0).

Mr. Hammer was authorized to set staff salaries according to the following job classifications and pay ranges approved Jan. 14 on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-9; Nay-0):

Operating Classification

Title: Specialist

\$750 to \$1,348 weekly (\$39,000 to \$70,096 yearly)

Intermediate & Professional Classification

Title: Supervisor

\$940 to \$1,420 weekly (\$48,880 to \$73,840 yearly)

Middle Management Classification *

Title: Manager

\$1,400 to \$1,950 weekly (\$72,800 to \$101,400 yearly)

Executive Classification *

Titles: Director, Deputy Director, Executive Administrator, Deputy GM

\$1,720 to \$2,990 weekly (\$89,440 to \$155,480 yearly)

* Exempt from overtime

The Society's legal representation by Fredrikson & Byron P.A. and Winthrop & Weinstine was approved on a motion by Mr. Fox, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Mr. Erspamer was joined by the board in complimenting State Fair staff for overcoming enormous challenges to produce the successful 2021 Great Minnesota Get-Back-Together.

The next meeting of the board was set for Thursday, March 31, at the State Fairgrounds.

The meeting was adjourned at 11:47 a.m. on a motion by Mr. Fox, seconded by Mr. Toenges and carried (Aye-9; Nay-0).



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